

STATE OF MISSOURI)
CITY OF ST. LOUIS) SS.

560

IN THE CIRCUIT COURT OF THE CITY OF ST. LOUIS

FEBRUARY TERM, 1982

FEBRUARY 18, 1982

SHARON CARPENTER
RECORDER
FEB 22 10 33 AM '82
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In the Matter of 406PF)
THE BAR ASSOCIATION OF METROPOLITAN)
ST. LOUIS, (formerly known as The)
Bar Association of St. Louis).)

ORDER APPROVING AMENDMENT OF ARTICLES OF INCORPORATION

Now at this day come the Officers of The Bar Association of Metropolitan St. Louis, a Pro Forma Corporation, namely Anthony J. Sestric, President, H. Kent Munson, Secretary, and Lionel L. Lucchesi, Treasurer, and again submit to the Court their petition heretofore filed for an amendment to the charter heretofore granted said corporation by substituting Articles of Agreement approved by the members of said corporation on January 19, 1982 which Articles are set out in full in said petition, and praying for a Pro Forma Decree in accordance with said proposed amendment and it appearing to the satisfaction of the Court that said petition has remained on file in the Office of the Clerk of this Court for three days since the same was first presented to the Court and the Court having duly examined said petition and being fully advised in the premises, grants the petition.

Wherefore, it is ordered, adjudged and decreed that amendment to the Charter heretofore granted by substituting Articles of Agreement approved by the members of said corporation on January 19, 1982, which Articles are set out in full in said petition, is germane to the Charter of the corporation, comes properly within the purview of Chapter 352, RSMo, 1978, entitled, "Religious and Charitable Associations", and is not inconsistent with the Constitution or laws of the United States or the State of Missouri; and it is further ordered that the Clerk prepare two certified copies of this order and annex said copies to copies of the Petition to Amend Charter herein as provided by Section 352.060(2) RSMo, 1978.

SO ORDERED:

Date: February 18, 1982

James S. Carrigan
Circuit Judge

FILED

RECEIVED

FILED

FEB 18 1982

JOSEPH P. RODDY
CLERK, CIRCUIT COURT

STATE OF MISSOURI)
) SS.
CITY OF ST. LOUIS)

IN THE CIRCUIT COURT OF THE CITY OF ST. LOUIS
STATE OF MISSOURI

In the Matter of)
) Cause No.
THE BAR ASSOCIATION OF METROPOLITAN) Pro Forma 406
ST. LOUIS) Assignment Division
(Formerly Known As The Bar Associa-)
tion of St. Louis).)

PETITION TO AMEND CHARTER

Comes now The Bar Association of Metropolitan St. Louis,
(formerly known as The Bar Association of St. Louis), a corpora-
tion duly organized and existing under a pro forma decree of in-
corporation granted to it by this Court in this cause, and peti-
tions the Court to permit it to amend its Charter heretofore
filed as Articles of Agreement in the cause on April 28, 1974,
and as amended from time to time thereafter by substituting in
lieu thereof amended Articles of Agreement of The Bar Association
of Metropolitan St. Louis which have been duly adopted by the
members of said Bar Association of St. Louis in meeting assembled
on January 19, 1982, which said Articles of Agreement are in
words and figures as follows, to-wit:

ARTICLE I

Section 1. This Association shall be called, "The Bar As-
sociation of Metropolitan St. Louis".

ARTICLE II

Object

Section 1. This Association is established to maintain the
honor and dignity of the profession of the law; to cultivate so-
cial intercourse among its members; to promote legal science and
the administration of justice; to promote and maintain the effi-
ciency and integrity of the Judicial Departments of the Govern-
ment; to provide and establish organized facilities for the fur-
nishing of legal services to all citizens at a cost within their
means; to uphold and defend the Constitution of the United
States and maintain representative government; to apply its knowl-
edge and experience in the field of law to the promotion of the
public good.

Membership

Section 1. Any person admitted to practice law before the highest Court of any state, territory or the District of Columbia and in good standing before such court, may become a member by affirmative vote of the Executive Committee, as provided in the By-Laws.

Section 2. If any member of this Association shall be suspended or disbarred from the practice of the law by final order, judgment or decree of a court or tribunal of competent jurisdiction, such member shall ipso facto, and without further notice or hearing be hereby expelled from the membership in this Association and his membership shall terminate forthwith upon such suspension or disbarment.

Section 3. The By-Laws may provide for classes of membership, may regulate the rights and liabilities of the classes of members and may define what shall constitute membership of the profession in good standing within the meaning of Section 1. of this Article III.

ARTICLE IV

Officers and Committees

Section 1. The Officers and Executive Committee of this Association shall be as provided by the By-Laws.

Section 2. The Association may provide by its By-Laws for such other standing and special committees as it may deem necessary.

Section 3. The Executive Committee shall manage the affairs of the Association subject to these Articles and the By-Laws.

ARTICLE V

Meetings

Section 1. The Annual Meeting of the Association shall be held on the first Monday of April. Special meetings shall be called by the Executive Committee as deemed necessary by it or by the Secretary upon the written request of ten (10) members of the Association.

Section 2. All powers of the Association may be exercised at the Annual Meeting or at any Special Meeting called by the Executive Committee. At a special meeting called by the Secretary on request of members, no business shall be transacted except such as shall be specified in the request of members and the call thereof.

Section 3. The presence of fifty (50) members shall be necessary to constitute a quorum at any meeting of the Association.

ARTICLE VI

Annual Dues

Section 1. The dues to be paid by members of any class shall be fixed by the By-Laws; until the By-Laws shall determine otherwise, the dues of the members of any class shall remain those in effect at the time of the adopting of this amendment.

Elections and Appointments

Section 1. All elections shall be by ballot. In case of a vacancy in any office, it shall be filled by appointment of the Executive Committee until the next annual election, except in the case of a vacancy occurring in the office of President, which shall be filled by the Association at its first special meeting occurring more than ten (10) days after the happening of such vacancy.

Section 2. Any vacancy arising in the Executive Committee shall be filled by the appointment of the Executive Committee for the remainder of such term.

ARTICLE VIIIAmendments

Section 1. These Articles may be amended by a two-thirds vote of the members present at any special or annual meeting of the Association, provided that notice of the proposed amendments be given as provided by the By-Laws.

ARTICLE IXForfeiture, Suspension and Expulsion of Membership

Section 1. Any member of the Association who shall fail or neglect to pay his annual dues to the Association for a period of six (6) months from the date upon which any such dues are payable, shall, after prior written notice of at least ten (10) days thereby forfeit his membership in this Association, and it shall be the duty of the Treasurer to notify the Secretary of the fact of such forfeiture, and the Secretary shall thereupon cause the name of the member so forfeiting to be stricken from the roll of members.

Section 2. The Executive Committee, upon written application of any member or former member, may, in its discretion for good cause shown, abate, cancel, postpone, or forego the collection of the delinquent dues or any portion thereof of such person where the failure to pay such delinquent dues has been occasioned by illness, accident, disability or other similar misfortune beyond the control of such member or former member.

Section 3. The Executive Committee in its discretion may suspend for such period as the Executive Committee may determine, or forfeit, the membership of any member who is delinquent in the payment of any obligation to the Association other than dues.

Section 4. Any member of the Association may be suspended or expelled for misconduct in his relations to this Association or in his profession, on conviction thereof in such manner as may be prescribed by the By-Laws.

ARTICLE XSections

Section 1. There shall be such Sections of this Association as may be provided in the By-Laws or authorized by the Executive Committee from time to time; and such Sections may be given the power to elect officers and to adopt By-Laws for the

regulation of their functions not inconsistent with these Articles and the By-Laws of the Association and subject to the approval of the Executive Committee or the Association.

WHEREFORE, The Bar Association of Metropolitan St. Louis prays that this Court make and enter its order and judgment permitting The Bar Association of Metropolitan St. Louis to amend the Articles of Agreement filed in this Court on April 28, 1974, by substituting in lieu and in place thereof the Articles of Agreement above set out.

THE BAR ASSOCIATION OF METROPOLITAN ST. LOUIS

Anthony J. Sestric
ANTHONY J. SESTRIC - President

H. Kent Munson
H. KENT MUNSON - Secretary

Lionel L. Lucchesi
LIONEL L. LUCCHESI - Treasurer

FILED

MAR 11 1982

James G. Thompson
SECRETARY OF STATE

STATE OF MISSOURI)
) SS.
CITY OF ST. LOUIS)

On this 29th day of January, 1982, before me personally appeared Anthony J. Sestric, H. Kent Munson, and Lionel L. Lucchesi, to me known to be the persons described in and who executed the foregoing instrument and acknowledged that they executed the same as their free act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the City and State aforesaid, the day and year first above written.

Raymond Robinson
Notary Public

My term expires:

STATE OF MISSOURI }
CITY OF ST. LOUIS } ss.

I, ~~JOSEPH P. RODDY, CLERK OF THE CIRCUIT COURT, CITY OF ST. LOUIS,~~ within and for the City and State aforesaid (said Court being a Court of Record, having a Clerk and official Seal), do hereby certify that the annexed and foregoing is a full, true and complete copy of the original Petition To Amend Charter, Articles of Agreement, and Order Approving Amendment of Articles of Incorporation

in the cause aforesaid, as fully as the same remains among the records and files of said Court in my office.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of said Court, at office, in the City of St. Louis,

this 19th day of February, 1982

JOSEPH P. RODDY,
CLERK, CIRCUIT COURT

By Susan Neal
Deputy

END OF DOCUMENT

Circuit Court, City of St. Louis

In the Matter of:

THE BAR ASSOCIATION OF

METROPOLITAN ST. LOUIS

VS. { No. PF-406 Room Div. 1

Petition to Amend Charter,
Articles of Agreement, and
Order Approving Amendment of
Articles of Incorporation

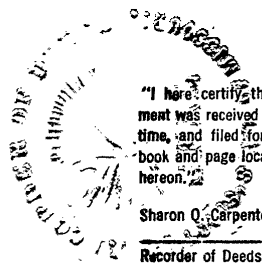


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"I here certify that this instrument was received on the date and time, and filed for record at the book and page locations indicated hereon."

Sharon O. Carpenter

Recorder of Deeds

BY: S. Weaver
Deputy



STATE of MISSOURI

JAMES C. KIRKPATRICK, Secretary of State

CORPORATION DIVISION

Certificate of Corporate Records

I, JAMES C. KIRKPATRICK, Secretary of State of the State of Missouri and Keeper of the Great Seal thereof, do hereby certify that the annexed pages contain a full, true and complete copy of _____

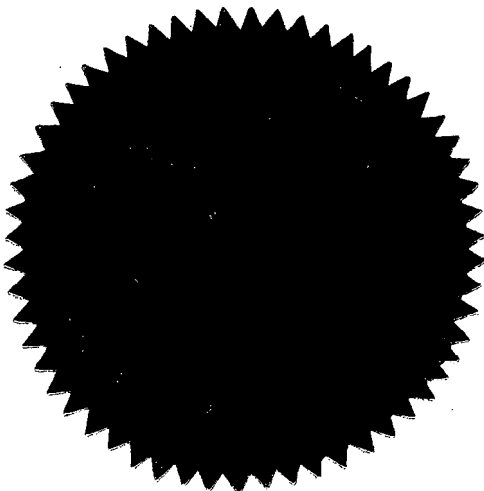
AMENDED

PRO FORMA DECREE OF INCORPORATION

OF

THE BAR ASSOCIATION OF METROPOLITAN ST. LOUIS

as the same appears on file and of record in this office.



In Testimony Whereof, I hereunto set my hand and affix the Great Seal of the State of Missouri. Done at the City of Jefferson, this

11th day of March

Nineteen Hundred and Eighty-Two

James Kirkpatrick

SECRETARY OF STATE