

STATE OF ARIZONA



Office of the CORPORATION COMMISSION

I, Ernest G. Johnson, Executive Director of the Arizona Corporation Commission, do hereby certify that the attached copy of the following document:

APPLICATION FOR AUTHORITY 04/08/2000

consisting of 12 pages, is a true and complete copy of the original of said document on file with this office for:

MIDWIFERY EDUCATION ACCREDITATION COUNCIL, INC.
ACC file number: 0940997-5

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission on this date: May 14, 2012.



Ernest G. Johnson

Executive Director

By: *[Signature]*

Phoenix Address: 1300 West Washington
Phoenix, Arizona 85007-2929

ARIZONA CORPORATION
CORPORATIONS DIVISION

NONPROFIT
CERTIFICATE OF DISCLOSURE
A.R.S. Section 10-3202.D.

Midway Learning Academy (Cruki)
EXACT CORPORATE NAME:

- A. Has any person serving either by election or appointment as officer, director, trustee, or incorporator in the corporation:
1. Been convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate?
 2. Been convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses, or restraint of trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate?
 3. Been or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven-year period immediately preceding the execution of this Certificate wherein such injunction, judgment, decree or permanent order:
 - (a) Involved the violation of fraud or registration provisions of the securities laws of that jurisdiction?; or
 - (b) Involved the violation of the consumer fraud laws of that jurisdiction?; or
 - (c) Involved the violation of the antitrust or restraint of trade laws of that jurisdiction?

Yes No

B. IF YES, the following information MUST be attached:

1. Full name and prior name(s) used.
2. Full birth name.
3. Present home address.
4. Prior addresses (for immediate preceding 7-year period).
5. Date and location of birth.
6. Social Security number.
7. The nature and description of each conviction or judicial action, date and location, the court and public agency involved and file or case number of case.

- C. Has any person serving either by election or appointment as an officer, director, trustee or incorporator of the corporation, served in any such capacity or held such interest in any corporation which has been placed in bankruptcy or receivership or had its charter revoked, or administratively dissolved by any jurisdiction?

Yes No

IF YOUR ANSWER TO THE ABOVE QUESTION IS "YES", YOU MUST ATTACH THE FOLLOWING INFORMATION FOR EACH CORPORATION:

1. Name and address of the corporation.
2. Full name, including alias and address of each person involved.
3. State(s) in which the corporation:
 - (a) Was incorporated
 - (b) Has transacted business.
4. Dates of corporate operation.
5. A description of the bankruptcy, receivership or charter revocation, including the date, court or agency and the file or case number of the case.

D. The fiscal year end adopted by the corporation is MAY 31

Under penalties of law, the undersigned incorporators/officers declare that we have examined this Certificate, including any attachments, and to the best of our knowledge and belief it is true, correct and complete, and hereby declare as indicated above. THE SIGNATURE(S) MUST BE DATED WITHIN THIRTY (30) DAYS OF THE DELIVERY DATE.

BY Therese Charvet DATE Feb 7, 00 BY _____ DATE: _____
TITLE President TITLE _____

BY Mary Ann Baul DATE 2/9/00 BY _____ DATE: _____
TITLE Exec. Director TITLE _____

DOMESTIC CORPORATIONS: ALL INCORPORATORS MUST SIGN THE INITIAL CERTIFICATE OF DISCLOSURE. (If more than four Incorporators, please attach remaining signatures on a separate sheet of paper.)

If within sixty days, any person becomes an officer, director, or trustee and the person was not included in this disclosure, the corporation must file an AMENDED certificate signed by all incorporators, or if officers have been elected, by a duly authorized officer.

FOREIGN CORPORATIONS: Must be executed by any two executive officers or directors.

AZ. CORP. COMMISSION
DELIVERED

FEB 25 2000

FILED BY Nicole DeHart
TERM _____
DATE 4-1-00

P-09409545
P-0940997-5

APPLICATION FOR AUTHORITY
TO TRANSACT BUSINESS
IN ARIZONA FOR

MIDWIFERY EDUCATION ACCREDITATION COUNCIL

DO NOT PUBLISH THIS SECTION

1. If you are the holder or assignee of a trademark or service mark, attach Declaration of Trademark Holder form. If your name is not available for use in Arizona, you must adopt a fictitious name and provide a resolution adopting the name, which must be certified by the corporation's Secretary.

3. You must provide the total duration in years for which your corporation was formed to expire. If perpetual succession, so indicate in this section. Do not leave blank, or state not applicable.

5. The statutory agent address cannot be a P.O. Box. It must be a physical address in Arizona. Include City, State and Zip code

5b. Indicate to which address the Annual Report should be mailed.

APPLICATION FOR AUTHORITY TO CONDUCT AFFAIRS IN ARIZONA

PAID

The name of the corporation is: Midwestern Education Accreditation Council
A(n) New Mexico Nonprofit Corporation
(State, Province or Country)

We are a foreign corporation applying for authority to conduct affairs in the state of Arizona.

We are a foreign corporation currently authorized to conduct affairs in Arizona and must now file this Application for New Authority pursuant to A.R.S. § 10-31504 because we have changed the following in our domicile jurisdiction:

- Our actual corporate name (or the name under which we originally obtained authority in Arizona).
- The period of our duration.
- The state, province or country of our incorporation.

1. The exact name of the foreign corporation is:

Midwestern Education Accreditation Council or 4

If the exact name of the foreign corporation is not available for use in this state, then the fictitious name adopted for use by the corporation in Arizona is:

Midwestern Education Council (11)

2. The name of the state, province or country in which the foreign corporation is incorporated is:

New Mexico

3. The foreign corporation was incorporated on the 22 day of July, 1991 and the period of its duration is: perpetual

4. The street address of the principal office of the foreign corporation in the state, province or country of its incorporation is:

128 La Posta Road, Drawer 565
Taos NM 87571

5. The name and street address of the statutory agent for the foreign corporation in Arizona is:

Mary Ann Baul
220 W. Birch
Flagstaff AZ 86001

5.a. The street address of the known place of business of the foreign corporation in Arizona is: DIFFERENT from the street address of the statutory agent is:

5.b. The Annual Report and general correspondence should be mailed to the address specified above in section

4 or 5a

F.110

DO NOT PUBLISH THIS SECTION

6. If the purpose of your corporation has any limitations with regard to this section, so indicate. If none, state no limitations, or leave blank.

6. The purpose of the corporation is to engage in any and all lawful affairs in which corporations may engage in the state, province or country under whose law the foreign corporation is incorporated, with the following limitations if any: no limitations

Name:
Address:
City, State, Zip:
Name:
Address:
City, State, Zip:
Name:
Address:
City, State, Zip:

7. The names and usual business addresses of the current directors and officers of the foreign corporation are: (Attach additional sheets if necessary.)

Therese Charvet President [title]

9333 Holly Farm Lane
Bainbridge WA 98110

Deborah Kaley Vice President [title]

1308 Magoffin St
El Paso TX 79901

Justine Clegg Secretary [title] (list attached)

5708 SW 69th Ave
Miami, FL 33143

8. The Application must indicate if the corporation does or does not have members.

8. (Check One) The corporation does does not have members.

The Application must be accompanied by the following: A Certificate of Disclosure, executed by a duly authorized officer within 30 days of delivery to the Commission.

9. The character of business the foreign corporation initially intends to conduct in Arizona is: to provide an accreditation body for midwifery education programs

DATED this 7th day of February, 19 2010

Midwifery Education Accreditation Council
[Name of Corporation]

A certified copy of your articles of incorporation, all amendments and mergers (AZ Const. Art. XIV, §8) and a certificate of existence or document of similar import duly authenticated (within 60 days) by the official having custody of corporate records in the state, province or country under whose laws the corporation is incorporated.

Executed by Therese Charvet

Therese Charvet President
[print name] [title]

PHONE 206 322 8834 [optional] FAX 206 328 2840 [optional]



Midwifery Education Accreditation Council

220 W. Birch, Flagstaff, Arizona 86001 (520) 214-0997 / Fax (520) 773-9694

Board of Directors

Justine Clegg

term expires: 3/2002
5708 SW 69 Ave.
Miami, FL 33143
(305) 666-7090 home
(305) 237-4234 work
(305) 237-4278 fax
(305) 237-7219 pager
miamidwife@tmo.com

Elizabeth Glusore

term expires: 3/2000
4209 State Road 240
Taos, NM 87571
(505) 758-8914 home
(505) 758-1216 work
(505) 758-2683 fax
(505) 751-2703 pager
elizabeth@taosnet.com

Jodie (Johnson) Fisher

term expires: 3/2002
100 1/2 N. 200 W.
Cedar City, UT 84720
(435) 867-6477 home
(435) 586-6570 work
gwc@123inter.net

JoAnne Myers-Ciecko

term expires: 3/2000
2524 16th Ave. S. #300
Seattle, WA 98144
(206) 723-1618 home
(206) 322-8834 work
(206) 328-2840 fax
jciecko@rol.com

Executive Director

Mary Ann Baul
220 W. Birch Ave.
Flagstaff, AZ 86001
(520) 214-0997 work
(520) 779-3054 home
masc@altavista.net

Therese Charvet

term expires: 3/2000
9333 Holly Farm Lane
Bainbridge, WA 98110
(206) 842-7141 home
(206) 322-8834 work
(206) 328-2840 fax
therese@bainbridge.net

Melissa Hicks

term expires: 3/2002
8015 Corliss Avenue N
Seattle, WA 98103
(206) 985-1314 home
melhicks@microsoft.com

Deborah Kaley

term expires: 3/2001
1308 Magoffin St.
El Paso, TX 79901
(915) 584-4730 home (emerg. only)
(915) 532-4540 work
(915) 532-7127 fax
(915) 532-5895 messages

Karen Salt

term expires: 3/2002
7140 W. Suzette Lane
Flagstaff, AZ 86001
(520) 214-8244 home
(520) 214-8244 fax
ksalt@coco.cc.az.us

DeeAnne Dea Mick

term expires: 3/2002
P.O. Box 276
Madisonville, LA 70447
(504) 882-3061 home
(504) 843-4241 work
(504) 845-1766 fax
barefootmd@aol.com

Diane Holzer

term expires: 3/2000
17 Valley
Fairfax, CA 94930
(415) 721-7693 home
71223.3677@compuserve.com

Janice Kalamari

term expires: 3/2001
1857 Bille Road
Paradise, CA 95919
(530) 872-2818 home
(530) 872-7579 work
(530) 872-5645 fax
(530) 892-3926 pager
kalamari@c-zone.net

Daphne Slingshot

term expires: 3/2001
342 E. 12th Ave.
Eugene, OR 97401
(541) 338-9778 work
(541) 688-4404 home
(541) 338-9783 fax
daphne@onegonnawifery.org

DO NOT FURNISH THIS SECTION

The agent may consent to the appointment by either executing the consent, attaching a cover letter, or if paying by check, attaching the check.

ACCEPTANCE OF APPOINTMENT BY STATUTORY AGENT

The undersigned hereby acknowledges and accepts the appointment as statutory agent of this corporation effective this 24 day of February, 192010

Mary Ann Baul
Signature

Mary Ann Baul
[Print Name]

CF-0661
Rev. 1/99



OFFICE OF THE PUBLIC REGULATION COMMISSION

CERTIFICATE OF GOOD STANDING AND COMPLIANCE

IT IS HEREBY CERTIFIED that:
MIDWIFERY EDUCATION ACCREDITATION COUNCIL

1530500

a corporation organized under the laws of
NEW MEXICO

is duly authorized to transact business in New Mexico, as a
Domestic nonprofit corporation, under the
NONPROFIT CORPORATION ACT
(53-8-1 to 53-8-99 NMSA 1978)
having filed its Articles of Incorporation JULY 22, 1991
and Certificate of Incorporation issued as of said date.

IT IS FURTHER CERTIFIED that the fees due the Public
Regulation Commission, which have been assessed against the
aforesaid corporation, have been paid to date and aforesaid
corporation is in corporate good standing & duly authorized
to transact business as its corporate existence has not been
revoked in New Mexico. This Certificate is not to be
construed as an endorsement, recommendation, or notice of
approval of the corporations financial condition or business
activities and practices. This Certificate of Good Standing
and Compliance expires MAY 15, 2000. *By authority whereof, the State Public Regulation
Commission of the State of New Mexico has
caused this certificate to be signed by its
Chairman and the seal of said Commission to be
affixed at the City of Santa Fe*

DATED: DECEMBER 10, 1999

[Signature]
Chairman



OFFICE OF THE PUBLIC REGULATION COMMISSION

CERTIFICATE OF COMPARISON

OF

MIDWIFERY EDUCATION ACCREDITATION COUNCIL

1530500

The Public Regulation Commission certifies that the attached is a true and complete copy of the ****4**** page document(s) on file in this office.

This Certification is in accordance with Section 53-18-4 NMSA 1978.

DATED: DECEMBER 13, 1999

In testimony whereof, the State Public Regulation Commission of the State of New Mexico has caused this certificate to be signed by its Chairman and the seal of said Commission to be affixed at the City of Santa Fe

Lynnda M. Loring
Chairman
Lillie M. Montoya
Secretary

STATE OF NEW MEXICO



OFFICE OF
THE STATE CORPORATION COMMISSION

CERTIFICATE OF INCORPORATION

OF

MIDWIFERY EDUCATION ACCREDITATION COUNCIL

1530500

The State Corporation Commission certifies that duplicate originals of the Articles of Incorporation attached hereto, duly signed and verified pursuant to the provisions of the NONPROFIT Corporation Act, have been received by it and are found to conform to law.

Accordingly, by virtue of the authority vested in it by law, the State Corporation Commission issues this Certificate of Incorporation and attaches hereto a duplicate original of the Articles of Incorporation.

Dated: JULY 22, 1991



In Testimony Whereof, the State Corporation Commission of the State of New Mexico has caused this certificate to be signed by its Chairman and the Seal of said Commission to be affixed at the City of Santa Fe

Luigi Albano
Chairman
Paul R. Salas
Director

1510500

ARTICLES OF INCORPORATION

FILED IN OFFICE OF
STATE CORPORATIONS COMMISSION
OF NEW MEXICO

ARTICLE I

JUL 2 1991

Corporation name is MIDWIFERY EDUCATION ACCREDITATION COUNCIL.

CORPORATION DEPT.

ARTICLE II

Corporation will be perpetual.

ARTICLE III

The purpose of this corporation is to establish an accreditation body for direct entry midwifery educational programs.

ARTICLE IV

CORPORATE POWERS AND MANAGEMENT
GENERAL CORPORATE POWERS

The corporation shall have all powers authorized by the Nonprofit Corporation Act of New Mexico.

CORPORATE MANAGEMENT

The business and affairs of the Midwifery Education Accreditation Council shall be managed by its Board of Directors (hereafter referred to as B/D).

NUMBER

The MEAC shall be comprised of no less than 11 members and no more than 21 members, to be selected and serve in accordance with B laws.

ARTICLE V
INITIAL BUSINESS AND REGISTERED OFFICE

The MEAC shall have its registered office located at 128 La Posta Road, Taos, Taos County, New Mexico. Registered Agent is Melissa Bauer, 128 La Posta Road, PO Drawer 555, Taos, NM 87570.

ARTICLE VI
NAMES AND ADDRESSES OF INITIAL BOARD

Melissa Bauer, #365 Hwy 230, Valdez, NM 87580
 Mary Ann Eapl, 52 Pinedel Dr, Flagstaff, Az. 86001
 Justine Clegg, 5708 SW 49th St. Miami, Fla. 33143
 Elizabeth Davis, 2247 44th Ave. San Fran. Ca. 94116
 Dana Everson, 600 3rd St. Fairbanks, Ak. 99701
 Elizabeth Fabry, 606 E. Woodland Dr. Flagstaff, Az. 86001
 Willy Fenske, PO Box 1208, 4008 Dogwood, Loveland, Co. 80531
 Elizabeth Gilmore, #209 Rt 240, Drawer 555, Taos, NM. 87571
 Ingrid Gold, 1846 W. Highland St., Chandler, Az. 85224
 Dorthea M. Lang, 417 Riverside Dr. NY, NY, 10025
 Joan McTigue, 630 NE 9th Ave. G'ville, Fla. 32601
 Jannell Miller, 1625 N. Sunset Dr. Flagstaff, Az. 86001
 Terra Palmarini Richardson, Box 3146, Boulder, Co. 80307
 Mona Patterson, 448 N. Sky Lane, Durango, Co. 81301
 Vicki Penwell, 600 3rd St. Fairbanks, Ak. 99701

Joan Remington, 8 Crestview Dr. Rt 3, Flagstaff, Az. 86004
 Therese Stallings, 6638 New Brooklyn, Bainbridge, Wa. 98110
 Sharon Wells, Box 630, Shelter Island, NY. 11964

ARTICLE VII
 NAME AND ADDRESS OF INCORPORATOR

Melissa Bauer
 C/O Northern New Mexico Midwifery Center
 Drawer 555
 Taos, NM 87571

Home Address
 #365 Hwy 230
 Valdez, NM 87580

ARTICLE VIII

The Midwifery Education Accreditation Council is organized exclusively for accrediting purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE IX

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article VIII hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE X

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Melissa Bauer incorporated
 June 17, 1991

FILE DUPLICATE ORIGINALS

AFFIDAVIT OF ACCEPTANCE OF APPOINTMENT BY DESIGNATED INITIAL REGISTERED AGENT

In the State Corporation Commission
State of New Mexico

FILED IN OFFICE OF
STATE CORPORATION COMMISSION
OF NEW MEXICO

STATE OF New Mexico

JUL 2 1991

COUNTY OF Town

CORPORATION DEPT.

On this 17 day of July, 1991, before me a Notary Public in and for the State of New Mexico, County of Town, personally appeared MISSA SAUER, who is to me known to be the person named, being duly sworn, acknowledged to me that he does hereby accept his appointment as the Initial Registered Agent of MIDWINTER EDUCATIONAL ACCREDITATION COUNCIL

of the Corporation which is named in annexed Articles of Incorporation, and which is applying for a Certificate of Incorporation pursuant to the provisions of the Nonprofit Corporation Act of the State of New Mexico.

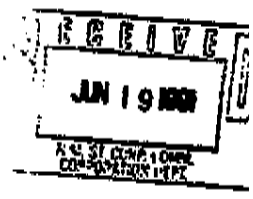
Missa Bauer
REGISTERED AGENT'S SIGNATURE

BY (S) _____
PRESIDENT

Subscribed and sworn to before me on the day, month, and year first above set forth

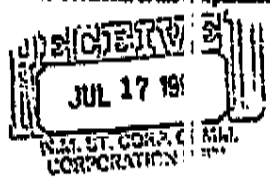
Elizabeth Gomez
NOTARY PUBLIC
Commission Expires: Sept 10, 1996

(Notarial seal)



NOTE: (1) If the Agent is a Corporation then the affidavit must be executed by the President or Vice-President of the Corporation.

NMCCC-CO
FORM SA-4
(REV 2/87)



CORPORATIONS DIVISION
 RECORDS SECTION
 1300 West Washington
 Phoenix, Arizona 85007-2929

User Id: PGRAHAM
 Invoice No.: 3920332

Check Batch:
 Invoice Date: 05/14/2012
 Date Received: 05/14/2012
 Customer No.:

TTN:
 (CASH CUSTOMER)

Quantity	Description	Amount
17	PLAIN LETTER COPIES	\$8.50
	-0940997-5 MIDWIFERY EDUCATION ACCREDITATION COUNCI	
2	CERTIFY DOCUMENTS	\$10.00
	-0940997-5 MIDWIFERY EDUCATION ACCREDITATION COUNCI	
Total Documents: 3		18.50
	CHECK 3530	\$18.50
PAYMENT		
Balance Due: 3		0.00

STATE OF ARIZONA



Office of the
CORPORATION COMMISSION

I, Ernest G. Johnson, Executive Director of the Arizona Corporation Commission, do hereby certify that the attached copy of the following document:

ARTICLES OF DOMESTICATION 07/01/2005

consisting of 5 pages, is a true and complete copy of the original of said document on file with this office for:

MIDWIFERY EDUCATION ACCREDITATION COUNCIL, INC.
ACC file number: 0940997-5

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission on this date:
May 14, 2012.



Ernest G. Johnson

Executive Director

By: *[Signature]* _____

ARIZONA CORPORATION COMMISSION
CORPORATIONS DIVISION

Phoenix Address: 1300 West Washington
Phoenix, Arizona 85007-2929

Tucson Address: 400 West Congress
Tucson, Arizona 85701-1347

NONPROFIT
CERTIFICATE OF DISCLOSURE
A.R.S. Section 10-3202.D.

Midwifery Education Accreditation Council, Inc.
EXACT CORPORATE NAME

- A. Has any person serving either by election or appointment as officer, director, trustee, or incorporator in the corporation:
1. Been convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate?
 2. Been convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretense or restraint of trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate?
 3. Been or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven-year period immediately preceding the execution of this Certificate wherein such injunction, judgment, decree or permanent order:
 - (a) Involved the violation of fraud or registration provisions of the securities laws of that jurisdiction?; or
 - (b) Involved the violation of the consumer fraud laws of that jurisdiction?; or
 - (c) Involved the violation of the antitrust or restraint of trade laws of that jurisdiction?

Yes No

B. If YES, the following information MUST be attached:

1. Full name and prior name(s) used.
2. Full birth name.
3. Present home address.
4. Prior addresses (for immediate preceding 7-year period).
5. Date and location of birth.
6. Social Security number.
7. The nature and description of each conviction or judicial action, date and location, the court and public agency involved and file or case number of case.

C. Has any person serving either by election or appointment as an officer, director, trustee or incorporator of the corporation, served in any such capacity or had such interest in any other corporation which has been placed in bankruptcy or receivership or had its charter revoked, or administratively dissolved by any jurisdiction?

Yes No

IF YOUR ANSWER TO THE ABOVE QUESTION IS "YES", YOU MUST ATTACH THE FOLLOWING INFORMATION FOR EACH CORPORATION:

1. Name and address of the corporation.
2. Full name, including alias and address of each person involved.
3. State(s) in which the corporation:
 - (a) Was incorporated.
 - (b) Has incorporated business.
4. Dates of corporate operation.
5. A description of the bankruptcy, receivership or charter revocation, including the date, court or agency and the file or cause number of the case.

D. The fiscal year end adopted by the corporation is June 30

Under penalty of law, the undersigned incorporator/officer declares that we have examined this Certificate, including any attachments, and to the best of our knowledge and belief it is true, correct and complete, and hereby declare as indicated above. THIS SIGNATURE(S) MUST BE DATED WITHIN TWENTY (20) DAYS OF THE DELIVERY DATE.

BY William A. Dault DATE 6/7/05
TITLE President

BY H. J. Schaller DATE 6/20/05
TITLE Vice-President

BY Shirley L. Coyle DATE 6/15/05
TITLE Secretary

BY [Signature] DATE 6/25/05
TITLE Secretary

NONPROFIT CORPORATIONS: ALL INCORPORATORS MUST SIGN THE INITIAL CERTIFICATE OF DISCLOSURE. (If more than four incorporators, please attach remaining signatures on a separate sheet of paper.)

If within thirty days, any person becomes an officer, director, or trustee and the person was not included in this disclosure, the corporation must file an AMENDED certificate signed by all incorporators, or if officers have been elected, by a duly authorized officer.

FOR-PROFIT CORPORATIONS: MUST BE SIGNED BY AT LEAST ONE DULY AUTHORIZED OFFICER OF THE CORPORATION.

CF-008 - Non-Profit
Rev. 04/04

07/01/2012 15:53

ID: A.W.D.

FAX:

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AZ CORPORATION COMMISSION

JUL 01 2012

FILE NO. 0940997-5 ARTICLES OF DOMESTICATION

of
MIDWIFERY EDUCATION ACCREDITATION COUNCIL
 (a tax-exempt nonprofit Corporation)

The undersigned, desiring to domesticate a nonprofit corporation under the laws of the State of Arizona, do hereby adopt the following Articles of Domestication:

1. **NAME:** The name of the Corporation is Midwifery Education Accreditation Council, Inc.
2. **ORIGINAL INCORPORATION:** The Corporation was originally incorporated in the State of New Mexico, and the date of its incorporation in that state was July 22, 1991.
3. **DOCUMENTS FURNISHED:** The official in charge of corporate filings in the jurisdiction in which the Corporation was previously incorporated will be provided with a copy of the Articles of Domestication filed in the State of Arizona.
4. **PURPOSES:** Said Corporation is organized exclusively for charitable, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The Corporation is organized and shall be operated as a nonprofit corporation including conducting any or all lawful affairs for which corporations may be incorporated pursuant to the Arizona Nonprofit Corporation Act, A.R.S. §§ 10-3101 *et seq*.
5. **CHARACTER OF AFFAIRS:** The character of affairs of the Corporation will be to conduct accreditation reviews and accredit midwifery educational programs and institutions consistent with the regulations of the U.S. Secretary of Education for federally recognized accrediting agencies. Subject to all other limitations, restrictions and prohibitions set forth in these Articles, the Corporation shall have all the powers specified in the Arizona Nonprofit Corporation Act, as amended from time to time, and to do all and every thing necessary, suitable and proper for the accomplishment of the purposes or attainment of the objects hereinabove set forth either alone or in association with other individuals, corporations or partnerships, including federal, state, county and municipal bodies and authorities; and, in general, to do and perform such acts and transact such business in connection with the foregoing objects not inconsistent with law; provided, however, that the Corporation shall not conduct or carry on any activities which are not permitted to be conducted or carried on by an organization which is exempt from taxation under the provisions of Section 501(c)(3) of the Internal Revenue Code ("Code").
6. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to any member, trustee, director, officer or other private person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 2 herein. No substantial part of the activities of the Corporation shall be the carrying on of lobbying, or otherwise attempting to influence legislation, and the Corporation shall not participate

07-01 '05 15:54

ID: A.V.D.

PAY:

PAGE 4

in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

7. Upon the dissolution of this Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all its assets exclusively for the purposes of the Corporation in such a manner, or to such organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the Superior Court of the county in which the principal office of the Corporation is then located, exclusively for such purpose or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

8. **BOARD OF DIRECTORS:** The board of directors currently consists of eight (8) directors. The names and addresses of the persons who are to serve as directors until successors are elected and qualified, are:

Eleanor G. Daniels, 355 North Ridge Road, Montville, ME 04941-4504
Holly J. Scholtes, 38238 SE Coupland Road, Estacada, OR 97023-7516
Jodie Palmer, 2331 South 700 East, Salt Lake City, UT 84106-1837
Jo Anne Myers-Ciecko, 2807 32nd Avenue South, Seattle, WA, 98144-6111
Sonia Ochoa Chavez, 828 North 400 East, Orem, UT 84097-3330
Allison Dawn Israel, 611 W Grand Canyon Ave, Flagstaff, AZ 86001-5410
Mary Glickman, 15 Knight Drive, Harrisburg, PA 17111-4919
Heidi Fillmore-Patrick, 93 S High Street, Bridgton, ME 04009-1110

The number of persons to serve on the Board of Directors thereafter shall be fixed by the Bylaws.

9. **INDEMNIFICATION:** The Corporation shall indemnify any person who incurs expense by reason of the fact that he or she is or was a director, officer, member, agent or employee of the Corporation. This indemnification shall be mandatory in all circumstances in which indemnification is permitted by law and shall not be denied or limited by the Bylaws.

10. **KNOWN PLACE OF BUSINESS:** The address of the known place of business of the Corporation is 515 E. Birch, Flagstaff, Arizona 86001.

11. **STATUTORY AGENT:** The name and street address of the initial statutory agent for service of process is Mary Ann Baul, 52 Pine Del Street, Flagstaff, AZ 86001.

07/01 '05 15:54

ID:G.W.D.

FAX:

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12. **NON-DISCRIMINATION:** The Corporation will not practice or permit discrimination on the basis of sex, age, race, national origin, religion, sexual orientation or physical handicap or disability.

13. **MEMBERSHIP:** The Corporation will have members.

14. **ELIMINATION OF DIRECTORS' LIABILITY:** To the fullest extent that the law of the State of Arizona, as it now exists or as it may hereafter be amended, permits the elimination or limitation on the liability of directors, no director of the Corporation shall be liable for monetary damages for any action taken or for any failure to take any action. Any repeal or modification of this Article shall be prospective only and shall not adversely affect any limitation on the personal liability of a director of the Corporation existing at the time of such repeal or modification.

15. **EXEMPTION OF PRIVATE PROPERTY:** The private property of the directors, officers, members, agents and employees of the Corporation shall be forever exempt from all debts and obligations.

16. **ADOPTION:** These Articles of Domestication have been adopted in accordance with A.R.S. § 10-3221. They were adopted by the Board of Directors and Members on June 27, 2005.

17. **ACCEPTANCE OF STATE LAWS:** Upon transfer of domicile of the Corporation to Arizona, the Corporation accepts and will be subject to the laws of Arizona.

William D. Daniels 6/27/05
Bill Daniels Date

ACCEPTANCE OF STATUTORY AGENT

The undersigned hereby acknowledges and accepts the appointment as statutory agent of the above-named corporation effective this 27 day of June, 2005.

Mary Ann Baul
Mary Ann Baul

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IDA.W.I.

FAX:

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OFFICE OF THE
PUBLIC REGULATION COMMISSION

CERTIFICATE OF GOOD STANDING AND COMPLIANCE

IT IS HEREBY CERTIFIED that:

MIDWIFERY EDUCATION ACCREDITATION COUNCIL

1530500

a corporation organized under the laws of
NEW MEXICO

is duly authorized to transact business in New Mexico, as a
domestic nonprofit corporation, under the

NONPROFIT CORPORATION ACT
(53-8-1 to 53-8-99 NMSA 1978)

having filed its Articles of Incorporation JULY 23, 1991
and Certificate of Incorporation issued as of said date.

IT IS FURTHER CERTIFIED that the fees due the Public
Regulation Commission, which have been assessed against the
aforesaid corporation, have been paid to date and aforesaid
corporation is in corporate good standing & duly authorized
to transact business as its corporate existence has not been
revoked in New Mexico. This Certificate is not to be
construed as an endorsement, recommendation, or notice of
approval of the corporation's financial condition or business
activities and practices. This Certificate of Good Standing
and Compliance expires MAY 15, 2006

DATED: JUNE 29, 2005

In testimony whereof, the Public Regulation of the
State of New Mexico has caused this certificate to be
signed by its Chairman and the seal of said
Commission to be affixed at the City of Santa Fe.


Chairman

Bureau Chief

ARIZONA CORPORATION COMMISSION

Corporate Records Order Form

To obtain information relating to a corporation/limited liability company of record with the Arizona Corporation Commission, complete the information below, attach a check (payable to the Arizona Corporation Commission) for the appropriate amount (Or "not to exceed" a specified amount when written below the payable line).

Corporations Division
 1300 W. Washington St Room 101
 Phoenix, AZ. 85007-2929

09/09/12

RECEIVED
 MAY 11 2012

ARIZONA CORP COMMISSION
 CORPORATIONS DIVISION

Requestor Information

Business Entity and/or File Number		Midwifery Education Accreditation Council, Inc.	
Your Name		Jessica Kelly-Shaieb	
Mailing Address:		1935 Pauline Blvd. Ste. 100B	
City: Ann Arbor		State: MI	Zip: 48103
Telephone Number: 360-466-2080 x 0		Fax Number: 480-907-2926	
Return order by: <input type="checkbox"/> Mail <input checked="" type="checkbox"/> Fax <input type="checkbox"/> Pick up (Check one)			

Below Specify the document(s) and Payment Type.

<input checked="" type="checkbox"/> Copy of Articles of Incorporation/Organization	<input type="checkbox"/> Copy of Annual Reports _____ (Indicate year(s))
<input checked="" type="checkbox"/> Copy of Amendments	<input type="checkbox"/> Address Change <u>720-713</u>
<input type="checkbox"/> Copy of Mergers	<input type="checkbox"/> Other _____
<input type="checkbox"/> Copy of Application for Authority	
<input type="checkbox"/> Copy of Application for New Authority	
(Check type of payment)	<input checked="" type="checkbox"/> Check Number <u>3536</u> <input type="checkbox"/> Cash
	<input type="checkbox"/> MOD Acct _____

FEEES

ARS §§ 10-122, 10-3122 and 29-851

Type of documents	Fee
Certificate of Good Standing	\$10.00 each
Plain copies	\$0.50 per page
Certified documents for a Corporation ✓	\$5.00 + .50/ page
Copy of any Limited Liability Company document	\$5.00 + .50/page
Certified documents for an LLC (per document)	\$10.00 + \$5.00 .50/page
Certificate for any purpose	\$10.00
Expedited fee for any service	\$35.00
Total cost of Service	\$ _____