

Application for Recognition of Exemption
Under Section 501(c)(3) of the Internal Revenue Code
 For Paperwork Reduction Act Notice, see page 1 of the instructions.

OMB No. 15-15-0056
 Expires 3-31-89
 To be filed in the key district for the area in which the organization has its principal office or place of business.

This application, when properly completed, constitutes the notice required under section 508(a) of the Internal Revenue Code so that an applicant may be treated as described in section 501(c)(3) of the Code, and the notice required under section 508(b) for an organization claiming not to be a private foundation within the meaning of section 509(a). (Read the instructions for each part carefully before making any entries.) If required information, a conformed copy of the organizing and operational documents, or financial data are not furnished, the application will not be considered on its merits and the organization will be notified accordingly. Do not file this application if the applicant has no organizing instrument (see Part II).

Part I Identification

1 Full name of organization Indiana Youth Institute, Inc. ("Institute")		2 Employer identification number (If none, see instructions) See attached Form SS-4	
3a Address (number and street) c/o Thomas M. Lofton 810 Fletcher Trust Building		Check here if applying under section: <input type="checkbox"/> 501(e) <input type="checkbox"/> 501(f) <input type="checkbox"/> 501(k)	
3b City or town, state, and ZIP code Indianapolis, IN 46204		4 Name and telephone number of person to be contacted Thomas M. Lofton (317) 237-4535	
5 Month the annual accounting period ends June	6 Date incorporated or formed August 28, 1988	7 Activity codes 349 124 149	
8 Has the organization filed Federal income tax returns or exempt organization information returns? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," state the form number(s), years filed, and Internal Revenue office where filed.			

Part II Type of Entity and Organizational Document (see instructions)

Check the applicable entity box below and attach a conformed copy of the organization's organizing document and bylaws as indicated for each entity.

Corporation—Articles of incorporation and bylaws. Trust—Trust indenture. Other—Constitution or articles of association and bylaws.
 Exhibit A: Articles of Incorporation; Exhibit B: By-Laws

Part III Activities and Operational Information

1 What are or will be the organization's sources of financial support? List in order of size.
 Although the Institute's primary sources of support will be private foundations in Indiana, it also anticipates receiving financial support from corporations and individuals in Indiana interested in the programs and purposes of the Institute. Between the time of its incorporation and the fall of 1991, the Institute expects to receive \$3,000,000 from Lilly Endowment, Inc., a private non-operating foundation in Indianapolis. In addition, the Institute expects to receive approximately \$800,000 from interested corporations and individuals.

2 Describe the organization's fund-raising program, both actual and planned, and explain to what extent it has been put into effect (Include details of fund-raising activities such as selective mailings, formation of fund-raising committees, use of professional fund raisers, etc.) Attach representative copies of solicitations for financial support.

Except for the activities connected with obtaining the foundation grants described above and solicitation visits with selected interested corporations and individuals, the Institute currently plans no fundraising activities.

I declare under the penalties of perjury that I am authorized to sign this application on behalf of the above organization and I have examined this application, including the accompanying statements, and to the best of my knowledge it is true, correct, and complete.

Andrew Staine

Vice President

9/29/88

Part III Activities and Operational Information (Continued)

- 3 Give a **detailed** narrative description of the organization's past, present, and proposed future activities, and the purposes for which it was formed. The narrative should identify the specific benefits, services, or products the organization has provided or will provide. If the organization is not fully operational, explain what stage of development its activities have reached, what further steps remain for it to become fully operational, and when such further steps will take place. (**Do not state the purposes and activities of the organization in general terms or repeat the language of the organizational documents.**) If the organization is a school, hospital, or medical research organization, include enough information in your description to clearly show that the organization meets the definition of that particular activity that is contained in the instructions for Part VI-A.

See attached Exhibit C.

4 The membership of the organization's governing body is:

a Names, addresses, and titles of officers, directors, trustees, etc.	b Annual compensation
See attached Exhibit D.	None

Part III Activities and Operational Information (Continued)

4 c Do any of the above persons serve as members of the governing body by reason of being public officials or being appointed by public officials? Yes No

If "Yes," name those persons and explain the basis of their selection or appointment. According to Article II, section 3 and Article XI, section 3 of the Institute's Articles of Incorporation (Exhibit A), the presidents of Indiana University and Purdue University, two of the State of Indiana's public universities, respectively appointed Charlie Nelms, Chancellor of Indiana University East and Donald Felker, Dean of the School of Consumer and Family Sciences at Purdue University.

d Are any members of the organization's governing body "disqualified persons" with respect to the organization (other than by reason of being a member of the governing body) or do any of the members have either a business or family relationship with "disqualified persons?" (See the Specific Instructions for line 4d.) Yes No
If "Yes," explain. See attached Exhibit E.

e Have any members of the organization's governing body assigned income or assets to the organization, or is it anticipated that any current or future member of the governing body will assign income or assets to the organization? Yes No
If "Yes," attach a complete explanation stating which applies and including copies of any assignments plus a list of items assigned.

5 Does the organization control or is it controlled by any other organization? Yes No
Is the organization the outgrowth of another organization, or does it have a special relationship to another organization by reason of interlocking directorates or other factors? Yes No
If either of these questions is answered "Yes," explain.

The Institute is controlled by the public charities identified in Article II, Section 3 of the Institute's Articles of Incorporation (Exhibit A) by virtue of the fact that a majority of the Institute's Board of Directors is appointed by such public charities. See Section 3 of Article XI of the Institute's Articles of Incorporation.

6 Is the organization financially accountable to any other organization? Yes No
If "Yes," explain and identify the other organization. Include details concerning accountability or attach copies of reports if any have been submitted.

The Institute is financially accountable to the public charities identified in Article II, Section 3 of the Institute's Articles of Incorporation in that the Institute is controlled by such public charities. See answer to question 5 above.

7 a What assets does the organization have that are used in the performance of its exempt function? (Do not include property producing investment income.) If any assets are not fully operational, explain their status, what additional steps remain to be completed, and when such final steps will be taken.

The Institute presently has no assets.

b To what extent have you used, or do you plan to use, contributions as an endowment fund, i.e., hold contributions to produce income for the support of your exempt activities?
The Institute has no current plans to establish an endowment fund.

8 Will any of the organization's facilities be managed by another organization or individual under a contractual agreement? Yes No
If "Yes," attach a copy of each contract and explain the relationship between the applicant and each of the other parties.

Part III Activities and Operational Information (Continued)

9 a Have the recipients been required or will they be required to pay for the organization's benefits, services, or products? Yes No
If "Yes," explain and show how the charges are determined.

b Does or will the organization limit its benefits, services, or products to specific classes of individuals? Yes No
If "Yes," explain how the recipients or beneficiaries are or will be selected.

10 Is the organization a membership organization? Yes No
If "Yes," complete the following:

a Describe the organization's membership requirements and attach a schedule of membership fees and dues. Indiana law requires that all not-for-profit corporations have members. The Institute's directors are its members. Otherwise, there are no members, and there are no dues.

b Describe your present and proposed efforts to attract members, and attach a copy of any descriptive literature or promotional material used for this purpose.

c Are benefits, services, or products limited to members? Yes No
If "No," explain.
By focusing its activities on Indiana's youth, the Institute will benefit Indiana's general public.

11 Does or will the organization engage in activities tending to influence legislation or intervene in any way in political campaigns? Yes No
If "Yes," explain. (Note: You may wish to file Form 5768, Election/Revocation of Election by an Eligible Section 501(c)(3) Organization to Make Expenditures to Influence Legislation.)

12 Does the organization have a pension plan for employees? Yes No

13 a Are you filing Form 1023 within 15 months from the end of the month in which you were created or formed as required by section 508(a) and the related regulations? (See General Instructions.) Yes No

b If you answer "No," to 13a and you claim that you fit an exception to the notice requirements under section 508(a), attach an explanation of your basis for the claimed exception.

c If you answer "No," to 13a and section 508(a) does apply to you, you may be eligible for relief under regulations section 1.9100 from the application of section 508(a). Do you wish to request relief? Yes No

d If you answer "Yes," to 13c, attach a detailed statement that satisfies the requirements of Rev. Proc. 79-63.

e If you answer "No," to both 13a and 13c and section 508(a) does apply to you, your qualification as a section 501(c)(3) organization can be recognized only from the date this application is filed with your key District Director. Therefore, do you want us to consider your application as a request for recognition of exemption as a section 501(c)(3) organization from the date the application is received and not retroactively to the date you were formed (see instructions)? Yes No

Part IV Statement as to Private Foundation Status (see instructions)

1 Is the organization a private foundation? Yes No

2 If you answer "Yes," to question 1 and the organization claims to be a private operating foundation, check here and complete Part VII.

3 If you answer "No," to question 1, indicate the type of ruling you are requesting regarding the organization's status under section 509 by checking the box(es) below that apply:

a Definitive ruling under section 509(a)(1), (2), (3), or (4) Complete Part VI.

b Advance ruling under sections 509(a)(1) and 170(b)(1)(A)(vi) or section 509(a)(2)—see instructions.

(Note: If you want an advance ruling, you must complete and attach two Forms 872-C to the application.)

See attached Exhibits F, G and H for projected budgets for the fiscal years ending June 30, 1989, 1990 and 1991.

Part V Financial Data

Statement of Support, Revenue, and Expenses for the period beginning _____, 19____, **and ending** _____, 19____.

Note: Complete the financial statements for the current year and for each of the three years immediately before it. If in existence less than four years, complete the statements for each year in existence. If in existence less than one year, also provide proposed budgets for the two years following the current year.

Support and Revenue	1	Gross contributions, gifts, grants, and similar amounts received	1
	2	Gross dues and assessments of members	2
	3 a	Gross amounts derived from activities related to organization's exempt purpose (attach schedule)	3c
	b	Minus cost of sales	
	4 a	Gross amounts from unrelated business activities (attach schedule)	4c
	b	Minus cost of sales	
	5 a	Gross amount received from sale of assets, excluding inventory items (attach schedule)	5c
	b	Minus cost or other basis and sales expenses of assets sold	
6	Investment income (see instructions)	6	
7	Other revenue (attach schedule)	7	
8	Total support and revenue	8	
Expenses	9	Fundraising expenses	9
	10	Contributions, gifts, grants, and similar amounts paid (attach schedule)	10
	11	Disbursements to or for benefit of members (attach schedule)	11
	12	Compensation of officers, directors, and trustees (attach schedule)	12
	13	Other salaries and wages	13
	14	Interest	14
	15	Rent	15
	16	Depreciation and depletion	16
	17	Other (attach schedule)	17
	18	Total expenses	18
	19	Excess of support and revenue over expenses (line 8 minus line 18)	19

Balance Sheet

(at the end of the period shown above)

Assets		
20	Cash: a Interest bearing accounts	20a
	b Other	20b
21	Accounts receivable, net	21
22	Inventories	22
23	Bonds and notes (attach schedule)	23
24	Corporate stocks (attach schedule)	24
25	Mortgage loans (attach schedule)	25
26	Other investments (attach schedule)	26
27	Depreciable and depletable assets (attach schedule)	27
28	Land	28
29	Other assets (attach schedule)	29
30	Total assets	30
Liabilities		
31	Accounts payable	31
32	Contributions, gifts, grants, etc., payable	32
33	Mortgages and notes payable (attach schedule)	33
34	Other liabilities (attach schedule)	34
35	Total liabilities	35
Fund Balances or Net Worth		
36	Total fund balances or net worth	36
37	Total liabilities and fund balances or net worth (line 35 plus line 36)	37

If there has been any substantial change in any aspect of your financial activities since the period shown above ended, check the box and attach a detailed explanation

Part VI Non-Private Foundation Status (Definitive ruling only)

A.—Basis for Non-Private Foundation Status (Check one of the boxes below.)

The organization is not a private foundation because it qualifies as:

	✓	Kind of organization	Within the meaning of	Complete
1		a church or a convention or association of churches	Sections 509(a)(1) and 170(b)(1)(A)(i)	
2		a school	Sections 509(a)(1) and 170(b)(1)(A)(ii)	
3		a hospital or a cooperative hospital service organization or a medical research organization operated in conjunction with a hospital	Sections 509(a)(1) and 170(b)(1)(A)(iii)	
4		a governmental unit described in section 170(c)(1)	Sections 509(a)(1) and 170(b)(1)(A)(v)	
5		being organized and operated exclusively for testing for public safety	Section 509(a)(4)	
6		being operated for the benefit of a college or university that is owned or operated by a governmental unit	Sections 509(a)(1) and 170(b)(1)(A)(iv)	Part VI.—B
7		normally receiving a substantial part of its support from a governmental unit or from the general public	Sections 509(a)(1) and 170(b)(1)(A)(vi)	Part VI.—B
8		normally receiving not more than one-third of its support from gross investment income and more than one-third of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions (subject to certain exceptions)	Section 509(a)(2)	Part VI.—B
9	X	being operated solely for the benefit of or in connection with one or more of the organizations described in 1 through 4, or 6, 7, and 8 above	Section 509(a)(3)	Part VI.—C

B.—Analysis of Financial Support (Complete if you checked box 6, 7, or 8 above.)

	(a) Most recent tax year	(Years next preceding most recent tax year)			(e) Total
		(b) 19	(c) 19	(d) 19	
1 Gifts, grants, and contributions received					
2 Membership fees received					
3 Gross receipts from admissions, sales of merchandise or services, or furnishing of facilities in any activity that is not an unrelated business within the meaning of section 513					
4 Gross investment income (see instructions for definition)					
5 Net income from organization's unrelated business activities not included on line 4					
6 Tax revenues levied for and either paid to or spent on behalf of the organization					
7 Value of services or facilities furnished by a governmental unit to the organization without charge (not including the value of services or facilities generally furnished the public without charge)					
8 Other income (not including gain or loss from sale of capital assets)—attach schedule					
9 Total of lines 1 through 8					
10 Line 9 minus line 3					
11 Enter 2% of line 10, column (e) only					

12 If the organization has received any unusual grants during any of the above tax years, attach a list for each year showing the name of the contributor, the date and amount of grant, and a brief description of the nature of such grant. Do not include such grants on line 1 above.—(See instructions).

Part VI Non-Private Foundation Status (Definitive ruling only) (Continued)

B.—Analysis of Financial Support (Continued)

13 If the organization's non-private foundation status is based on:

- a Sections 509(a)(1) and 170(b)(1)(A)(iv) or (vi).—Attach a list showing the name and amount contributed by each person (other than a governmental unit or "publicly supported" organization) whose total gifts for the entire period were more than the amount shown on line 11.
- b Section 509(a)(2).—For each of the years included on lines 1, 2, and 3, attach a list showing the name of and amount received from each person who is a "disqualified person."

For each of the years on line 3, attach a list showing the name of and amount received from each payor (other than a "disqualified person") whose payments to the organization were more than \$5,000. For this purpose, "payor" includes, but is not limited to, any organization described in sections 170(b)(1)(A)(i) through (vi) and any governmental agency or bureau.

C.—Supplemental Information Concerning Organizations Claiming Non-Private Foundation Status Under Section 509(a)(3)

1 Organizations supported by applicant organization:	Has the supported organization received a ruling or determination letter that it is not a private foundation by reason of section 509(a)(1) or (2)?
Name and address of supported organization	
See attached Exhibit I.	See attached Exhibit I. <input type="checkbox"/> Yes <input type="checkbox"/> No
.....	<input type="checkbox"/> Yes <input type="checkbox"/> No
.....	<input type="checkbox"/> Yes <input type="checkbox"/> No
.....	<input type="checkbox"/> Yes <input type="checkbox"/> No
.....	<input type="checkbox"/> Yes <input type="checkbox"/> No

2 To what extent are the members of your governing board elected or appointed by the supported organization(s)?
See answer to Part III, question 5.

3 What is the extent of common supervision or control that you and the supported organization(s) share?
See answer to Part III, question 5.

4 To what extent do(es) the supported organization(s) have a significant voice in your investment policies, the making and timing of grants, and in otherwise directing the use of your income or assets?
See answer to Part III, question 5. The supported organizations have a significant voice in such matters by virtue of their control over the Institute.

5 Does the mentioning of the supported organization(s) in your governing instrument make you a trust that the supported organization(s) can enforce under State law and compel to make an accounting? Yes No
If "Yes," explain.

6 What portion of your income do you pay to each supported organization and how significant is the support to each?
All of the Institute's income, other than that used for administrative expenses, will be expended in furtherance of the Institute's charitable and educational objective of benefiting Indiana's youth. The Institute does not contemplate paying any particular portion of its income to any of the supported organizations.

7 To what extent do you conduct activities that would otherwise be carried out by the supported organization(s)? Explain why these activities would otherwise be carried on by the supported organization(s).
See attached Exhibit J.

8 Is the applicant organization controlled directly or indirectly by one or more "disqualified persons" (other than one who is a disqualified person solely because he or she is a manager) or by an organization which is not described in section 509(a)(1) or (2)? Yes No
If "Yes," explain.

Part VII Basis for Status as a Private Operating Foundation

If the organization claims to be an operating foundation described in section 4942(j)(3) and—

- (a) bases its claim to private operating foundation status on normal and regular operations over a period of years; or
- (b) is newly created, set up as a private operating foundation, and has at least one year's experience;

provide the information under the income test and under one of the three supplemental tests (assets, endowment, or support). If the organization does not have at least one year's experience, complete line 21. If the organization's private operating foundation status depends on its normal and regular operations as described in (a) above, attach a schedule similar to the one below showing the data in tabular form for the three years next preceding the most recent tax year. (See regulations section 53.4942(b)-1 for additional information before completing the "Income Test" section of Part VII.) Organizations claiming section 4942(j)(5) status must satisfy the income test and the endowment test.

Income Test	Most recent tax year	
1a Adjusted net income, as defined in regulations section 53.4942(a)-2(d)	1a	
b Minimum investment return, as defined in regulations section 53.4942(a)-2(c)	1b	
2 Qualifying distributions:		
a Amounts (including administrative expenses) paid directly for the active conduct of the activities for which organized and operated under section 501(c)(3)(attach schedule)	2a	
b Amounts paid to acquire assets to be used (or held for use) directly in carrying out purposes described in sections 170(c)(1) or 170(c)(2)(B) (attach schedule)	2b	
c Amounts set aside for specific projects that are for purposes described in section 170(c)(1) or 170(c)(2)(B) (attach schedule)	2c	
d Total qualifying distributions (add lines 2a, b, and c)	2d	
3 Percentages:		
a Percentage of qualifying distributions to adjusted net income (divide line 2d by line 1a)	3a	%
b Percentage of qualifying distributions to minimum investment return (divide line 2d by line 1b) (Percentage must be at least 85% for 3a or 3b)	3b	%
Assets Test		
4 Value of organization's assets used in activities that directly carry out the exempt purposes. Do not include assets held merely for investment or production of income (attach schedule)	4	
5 Value of any stock of a corporation that is controlled by applicant organization and carries out its exempt purposes (attach statement describing corporation).	5	
6 Value of all qualifying assets (add lines 4 and 5)	6	
7 Value of applicant organization's total assets	7	
8 Percentage of qualifying assets to total assets (divide line 6 by line 7—percentage must exceed 65%)	8	%
Endowment Test		
9 Value of assets not used (or held for use) directly in carrying out exempt purposes:		
a Monthly average of investment securities at fair market value	9a	
b Monthly average of cash balances	9b	
c Fair market value of all other investment property (attach schedule)	9c	
d Total (add lines 9a, b, and c)	9d	
10 Subtract acquisition indebtedness related to line 9 items (attach schedule)	10	
11 Balance (subtract line 10 from line 9d)	11	
12 Multiply line 11 by 3 1/3% (2/3 of the percentage for the minimum investment return computation under section 4942(e)). Line 2d above must equal or exceed the result of this computation.	12	
Support Test		
13 Applicant organization's support as defined in section 509(d)	13	
14 Subtract amount of gross investment income as defined in section 509(e)	14	
15 Support for purposes of section 4942(j)(3)(B)(iii) (subtract line 14 from line 13)	15	
16 Support received from the general public, five or more exempt organizations, or a combination of these sources (attach schedule)	16	
17 For persons (other than exempt organizations) contributing more than 1% of line 15, enter the total amounts that are more than 1% of line 15	17	
18 Subtract line 17 from line 16	18	
19 Percentage of total support (divide line 18 by line 15—must be at least 85%)	19	%
20 Does line 16 include support from an exempt organization that is more than 25% of the amount of line 15?		<input type="checkbox"/> Yes <input type="checkbox"/> No
21 Newly created organizations with less than one year's experience: Attach a statement explaining how the organization is planning to satisfy the requirements of section 4942(j)(3) for the income test and one of the supplemental tests during its first year's operation. Include a description of plans and arrangements, press clippings, public announcements, solicitations for funds, etc.		

ARTICLES OF INCORPORATION

OF

INDIANA YOUTH INSTITUTE, INC.

The undersigned Incorporator, desiring to form a corporation ("Corporation") pursuant to the provisions of the Indiana Not-for-Profit Corporation Act of 1971, as amended ("Act"), hereby executes the following Articles of Incorporation:

APPROVED
AND
FILED
SECRETARY OF
STATE OF INDIANA

ARTICLE I

Name

The name of the Corporation is INDIANA YOUTH INSTITUTE, INC.

ARTICLE II

Purposes

Section 1. This Corporation shall be organized and operated exclusively to benefit, perform the functions of and carry out the charitable and educational purposes of the organizations specified in Section 3 of this Article II.

Section 2. In carrying out such charitable and educational purposes, the Corporation shall engage in activities to accomplish the following objectives:

(a) To enhance the quality and quantity of services to youth in Indiana;

(b) To promote attentiveness to Indiana's youth whose lives are diminished by virtue of their race, gender, culture, ethnicity, disability or economic or geographic situations;

(c) To raise public consciousness of the issues that have impact on youth in Indiana;

(d) To foster statewide networks in Indiana to integrate efforts to promote healthy youth development and to link those networks to their national and international counterparts; and

(e) To strengthen the national image of the State of Indiana as an excellent place for youth to grow and develop.

Section 3. The organizations which this Corporation shall benefit, perform the functions of and carry out the educational and charitable purposes of are as follows:

Indiana Committee for the Humanities, Inc.;

Indiana State Chamber of Commerce;

Indiana University;

Lake County Job Training Corporation;

Muncie Children's Museum, Incorporated;

Purdue University;

Young Men's Christian Association of Greater Fort Wayne; and

Youth Resources of Southwestern Indiana, Inc.;

ARTICLE III

Powers

In furtherance of the purposes for which it is organized, the Corporation shall have, in addition to the general rights, privileges, and powers conferred by law, the following rights, privileges and powers:

Section 1. To continue as a corporation under its corporate name perpetually;

Section 2. To sue and be sued in its corporate name;

Section 3. To acquire, own, hold, use, lease, mortgage, pledge, sell, convey or otherwise dispose of property, real or personal, tangible or intangible;

Section 4. To borrow money and to issue, sell, or pledge its obligations and evidences of indebtedness, and to mortgage its property and franchises to secure the payment thereof;

Section 5. To carry out its purposes in this state and elsewhere; to have one or more offices out of this state; and to acquire, own, hold and use, and to lease, mortgage, pledge, sell, convey or otherwise dispose of property, real or personal, tangible or intangible, inside or outside this state;

Section 6. To acquire, hold, own, and vote and to sell, assign, transfer, mortgage, pledge, or otherwise dispose of the capital stock, bonds, securities or evidences of indebtedness of any other corporation, domestic or foreign, insofar as the same shall be consistent with the purposes of the Corporation;

Section 7. To appoint such officers and agents as the affairs of the Corporation may require and to define their duties and fix their compensation;

Section 8. To indemnify any director or officer or former director or officer of the Corporation, or any person who may have served at its request as a director or officer of another corporation, against expenses actually and reasonably

incurred by him or her in connection with the defense of any civil action, suit, or proceeding in which he or she is made or threatened to be made a party by reason of being or having been a director or officer, except in relation to matters as to which he or she is adjudged in the action, suit, or proceeding to be liable for negligence or misconduct in the performance of duty to the Corporation. However, this indemnification is not exclusive and does not limit the power of the Corporation or impair any other rights those indemnified may have under any provision of the Articles of Incorporation, the By-laws of the Corporation, or any resolution or other authorization adopted, after notice, by a majority of the members voting at an annual meeting.

Section 9. To purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the Corporation would have the power to indemnify him or her against liability;

Section 10. To make by-laws for the government and regulation of its affairs;

Section 11. To cease its activities and to dissolve and surrender its corporate franchise;

Section 12. To do all acts and things necessary, convenient, or expedient to accomplishing the purposes for which it is formed.

Section 13. None of the Corporation's net earnings shall inure to the benefit of any member or individual, and no member or individual may receive any pecuniary benefit from the Corporation except such reasonable compensation as may be allowed for services actually rendered and such payments and distributions which are in furtherance of the exempt purposes of the Corporation.

Section 14. Notwithstanding any other provision of these Articles, no substantial part of the activities of the Corporation shall be or consist of carrying on propaganda, or otherwise attempting, to influence legislation. The Corporation shall not participate 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.

ARTICLE IV

Period of Existence

The period during which the Corporation shall continue is perpetual.

ARTICLE V

Resident Agent and Registered Office

Section 1. The name and address of the Resident Agent in charge of the Corporation's registered office are Thomas M. Lofton, 810 Fletcher Trust Building, Indianapolis, Indiana 46204.

Section 2. The address of the registered office of the Corporation is 810 Fletcher Trust Building, Indianapolis, Indiana 46204.

ARTICLE VI

Incorporator

Name and Post Office Address. The name and address of the Incorporator of the Corporation are Andrew J. Paine, One Indiana Square, Suite 501, Indianapolis, Indiana 46266.

ARTICLE VII

Statement of Property

A statement of the property and an estimate of the value thereof to be taken over by this Corporation at or upon its incorporation are as follows: NONE.

ARTICLE VIII

Members

Section 1. The persons who from time to time constitute the Board of Directors of the Corporation shall be the members of the Corporation. Upon becoming a director of the Corporation, a person shall automatically become a member of the Corporation, and upon ceasing to be a director of the Corporation, a person shall automatically cease to be a member.

Section 2. Each member of the Corporation shall be entitled to one vote on each issue to come before a meeting of the members. There shall be no classes of membership.

ARTICLE IX

Directors

There shall be twelve directors of the Corporation.

ARTICLE X

Initial Board of Directors

The names and addresses of the members of the initial Board of Directors are as follows:

Class One
Term Ending in 1989

James Baker
1531 Thirteenth Street
Columbus, IN 47201

Waltee Douglas
Purdue University at Calumet
3185 West 20th Place
Gary, IN 46404

Diana Leslie
8105 Sycamore Road
Indianapolis, IN 46240

Ernestine Raclin
1st Source Bank
100 North Michigan
South Bend, IN 46634

Class Two
Term Ending in 1990

Virginia Ball
Merchants National Bank Building
Suite 520
Muncie, IN 47305

H. Lee Cooper
20 N.W. Third Street
Evansville, IN 47739-0001

Donald Felker
Stone Hall
Purdue University
West Lafayette, IN 47907

Howard Mehlinger
Education Building
Third and Jordan
Indiana University
Bloomington, IN 47405

Class Three
Term Ending in 1991

Ramon Humke
Suite 1850
250 N. Meridian Street
Indianapolis, IN 46204

Charlie Nelms
Indiana University East
2325 Chester Boulevard
Richmond, IN 47374

Andrew J. Paine
One Indiana Square, Suite 501
Indianapolis, IN 46266

Ian Rolland
Lincoln National Corporation
P.O. Box 1110
Fort Wayne, IN 46801

ARTICLE XI

Election of Directors

Section 1. The Board of Directors shall be divided into three classes of four directors each. The term of the directors in Class One shall expire on the date of the Corporation's 1989 annual meeting. The term of the directors in Class Two shall expire on the date of the Corporation's 1990 annual meeting. The term of the directors in Class Three shall expire on the date of the Corporation's 1991 annual meeting. One class of directors shall be elected each year, commencing in 1989, by the members of the Corporation at their annual meeting. Each of the directors of such class shall serve for a term of three years and until his or her successor is elected and qualified.

Section 2. Each Director shall automatically become a member of the Corporation upon election and qualification as a director and shall automatically cease to be a member of the Corporation upon ceasing to be a director. Each director shall be elected by majority vote of the members of the Corporation.

Section 3. At all times, a majority of the directors of the Corporation shall be individuals who have been nominated and appointed by the organizations specified in Section 3 of Article II.

Section 4. The three classes of the Board of Directors shall be constituted as follows:

(a) Class One. Class One shall at all times have one member that is the nominee of Indiana Committee for the Humanities, Inc.; one member that is the nominee of Lake County Job Training Corporation; and two at-large members.

(b) Class Two. Class Two shall at all times have one member that is the nominee of Muncie Children's Museum, Incorporated; one member that is the nominee of Purdue University; one member that is the nominee of Youth Resources of Southwestern Indiana, Inc.; and one at-large member.

(c) Class Three. Class Three shall at all times have one member that is the nominee of Indiana State Chamber of Commerce; one member that is the nominee of Indiana University; one member that is the nominee of Young Men's Christian Association of Greater Fort Wayne; and one at-large member.

Section 5. The at-large directors shall be nominated by the members of the Corporation.

Section 6. Subject to the preceding provisions of this Article XI, when a vacancy occurs on the Board of Directors for any reason other than the expiration of a director's term or an increase in the number of directors, the remaining directors shall by majority vote elect a director to serve until the next annual meeting of the members of the Corporation. Subject to the provisions of the preceding Section 3, when a vacancy occurs by reason of an increase in the number of directors prescribed in the Articles of Incorporation, the vacancy shall be filled by majority vote of the members of the Corporation.

ARTICLE XII

Regulation of Corporate Affairs

The affairs of the Corporation shall be subject to the following provisions:

Section 1. Neither the members of the Corporation nor the Board of Directors shall have power or authority to do any act which will prevent the Corporation from being an organization described in Section 501(c)(3) of the Code or corresponding provisions of any subsequent federal tax laws.

Section 2. No member or director of the Corporation may receive any pecuniary benefit from the Corporation except such reasonable compensation as may be allowed for services actually rendered.

Section 3. Subject to the provisions of these Articles of Incorporation and applicable law, the Board of Directors shall

have complete and plenary power to manage, control and conduct all the affairs of the Corporation.

Section 4. The power to make, alter, amend and repeal the Corporation's By-Laws shall be vested in the Board of Directors.

Section 5. No member or director of the Corporation shall be liable for any of its obligations.

Section 6. Meetings of the members and meetings of the Board of Directors may be held at any location.

Section 7. If the Corporation is dissolved, all of its property remaining after payment and discharge of its obligations shall be transferred and conveyed for charitable or educational purposes to one or more organizations which have been selected by the Board of Directors and which are described in Section 501(c)(3) of the Code or corresponding provisions of any subsequent federal tax laws.

Section 8. (a) To the extent not inconsistent with the law of the State of Indiana, every person (and the heirs and personal representatives of such person) who is or was a director, officer or employee of the Corporation shall be indemnified by the Corporation against all liability and reasonable expense that may be incurred by him or her in connection with or resulting from any claim, action, suit or proceeding (i) if such director, officer or employee is wholly successful with respect thereof or, (ii) if not wholly successful, then if such director, officer or employee is determined as provided in paragraph (e) of this Section 8, to

have acted in good faith, in what he or she reasonably believed to be the best interests of the Corporation and, in addition, with respect to any criminal action or proceeding is determined to have had no reasonable cause to believe that his or her conduct was unlawful. The termination of any claim, action, suit or proceeding, by judgment, settlement (whether with or without court approval) or conviction or upon a plea of guilty or of nolo contendere, or its equivalent, shall not create a presumption that a director, officer or employee did not meet the standards of conduct set forth in this Section.

(b) As used in this Section 8, the terms "claim, action, suit or proceeding" shall include any claim, action, suit or proceeding and all appeals thereof (whether brought by or in the right of this Corporation, any other corporation or otherwise), civil, criminal, administrative or investigative, or threat thereof, in which a director or officer or employee of the Corporation (or his or her heirs and personal representatives) may become involved, as a party or otherwise:

(i) By reason of his or her being or having been a director, officer or employee of the Corporation or of any corporation which he or she served as such at the request of the Corporation, or

(ii) By reason of his or her acting or having acted in any capacity in a partnership, association, trust or other organization or entity where he or she served as such at the request of the Corporation, or

(iii) By reason of any action taken or not taken by him or her in any such capacity, whether or not he or she continues in such capacity at the time such liability or expense shall have been incurred.

(c) As used in this Section 8, the terms "liability" and "expense" shall include, but shall not be limited to, counsel fees and disbursements and amounts of judgments, fines or penalties against, and amounts paid in settlement by or on behalf of, a director, officer or employee.

(d) As used in this Section 8, the term "wholly successful" shall mean (i) termination of any action, suit or proceeding against the person in question without any finding of liability or guilt against him or her, (ii) approval by a court, with knowledge of the indemnity herein provided, of a settlement of any action, suit or proceeding, or (iii) the expiration of a reasonable period of time after the making of any claim or threat of any action, suit or proceeding without the institution of the same, without any payment or promise made to induce a settlement.

(e) Every person claiming indemnification hereunder (other than one who has been wholly successful with respect to any claim, action, suit or proceeding) shall be entitled to indemnification (i) if special independent legal counsel, which may be regular counsel of the Corporation or other disinterested person or persons, in either case selected by the Board of Directors, whether or not a disinterested quorum exists (such counsel or person or persons being hereinafter called the referee), shall deliver to the Corporation a written finding that

such director, officer, or employee has met the standards of conduct set forth in the preceding paragraph (a) and (ii) if the Board of Directors, acting upon such written finding, so determines. The person claiming indemnification shall, if requested, appear before the referee and answer questions which the referee deems relevant and shall be given ample opportunity to present to the referee evidence upon which he or she relies for indemnification. The Corporation shall, at the request of the referee, make available facts, opinions or other evidence in any way relevant to the referee's findings which are within the possession or control of the Corporation.

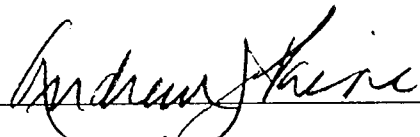
(f) The right of indemnification provided in this Section 8 shall be in addition to any rights to which any such director, officer or employee may otherwise be entitled. Irrespective of the provisions of this Section 8, the Board of Directors may, at any time and from time to time, approve indemnification of directors, officers, employees or other persons to the full extent permitted by the law of the State of Indiana, whether on account of past or future transactions.

(g) Expenses incurred with respect to any claim, action, suit or proceeding may be advanced by the Corporation (by action of the Board of Directors, whether or not a disinterested quorum exists) prior to the final disposition thereof upon receipt of an undertaking by or on behalf of the recipient to repay such amount unless he or she is entitled to indemnification.

Section 9. Any action required or permitted to be taken at any meeting of the members, Board of Directors or of any committee thereof may be taken without a meeting, if prior to such action a written consent to such action is signed by all members, all directors or all committee members, as the case may be, and such written consent is filed with the minutes of proceedings of the members, board or committee.

The undersigned Incorporator hereby adopts these Articles of Incorporation, representing beforehand to the Secretary of State of the State of Indiana and all persons whom it may concern that a membership list of the above-named corporation has been opened in accordance with the law and that at least one (1) person has signed that membership list.

IN WITNESS WHEREOF, the undersigned hereby verifies and affirms subject to penalties of perjury that the facts contained herein are true, this 29 day of August, 1988.



Andrew J. Paine

BY-LAWS
OF
INDIANA YOUTH INSTITUTE, INC.

ARTICLE I

General

Section 1. The name of the corporation is INDIANA YOUTH INSTITUTE, INC. (hereinafter referred to as the "Corporation").

Section 2. The post office address of the Corporation is 810 Fletcher Trust Building, Indianapolis, Indiana 46204. The resident agent is Thomas M. Lofton.

Section 3. The fiscal year of the Corporation shall begin on the first day of July and end on the last day of June next succeeding.

ARTICLE II

Members

Section 1. Membership in the Corporation is governed by the Articles of Incorporation.

Section 2. The annual meeting of the members shall be held each year in the month of November, commencing in 1989, on such day and at such place and time as the Board of Directors shall specify.

Section 3. Special meetings of the members may be called at any time by the President of the Corporation or by written petition signed by no fewer than one-tenth of the members of the Corporation. A special meeting shall be held at a time and place specified by the caller or callers of the special meeting.

Section 4. A written notice, stating the place, day and hour of any meeting, and the purpose of any special meeting, of the members shall be delivered or mailed by the Secretary-Treasurer of the Corporation, or by the caller or callers of the meeting, to the members at least ten days before the date of the meeting. Notice may be waived in writing by any member, or by the member's proxy, if the waiver sets forth in reasonable detail the purpose or purposes for which the meeting is called and the time and place thereof. Attendance at any meeting, in person or by proxy, shall constitute a waiver of notice of such meeting.

Section 5. Each member shall be entitled to one vote upon each question which comes before a meeting of the members. Each question shall be determined by a majority vote of the members present at a meeting at which a quorum is present.

Section 6. At all meetings of members, a majority of the members shall constitute a quorum. Any meeting of members including annual and special meetings or any adjournments thereof, may be adjourned to a later date although less than a quorum is present.

ARTICLE III

Directors

Section 1. The affairs of the Corporation shall be managed by the Board of Directors. The Board of Directors shall have 12 members, who shall be elected in the manner prescribed in the Articles of Incorporation.

Section 2. A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of any business except the filling of vacancies on the Board of

Directors, and the act of a majority of directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

Section 3. The annual meeting of the Board of Directors shall be held immediately following the annual meeting of the members for the purpose of electing officers of the Corporation for the ensuing year and transacting such other business as properly may come before the meeting.

Section 4. Special meetings of the Board of Directors may be called by the President of the Corporation or by a majority of the Board of Directors upon not less than three days' written notice. Special meetings may be held at such place within or without Indiana and for such purposes as are specified in the notice of the special meeting. Notice of the time, place, and call of any meeting of the Board may be waived in writing if the waiver sets out in reasonable detail the purpose or purposes for which the meeting is called and the time and place thereof. Attendance at any meeting of the Board shall constitute a waiver of notice of such meeting and of the time, place, and call thereof.

ARTICLE IV

Concurrent Meetings

Because the same persons constitute all of the members and all of the directors of this Corporation, meetings of the members and directors may be held concurrently.

ARTICLE V

Officers

Section 1. The officers of this Corporation shall be a President, a Vice President, and a Secretary-Treasurer. Each officer shall be elected by the Board of Directors at its annual meeting and shall serve until the next annual meeting of the Board and until the officer's successor is elected and qualified. Any two or more offices may be held by the same person, except the offices of President and Secretary-Treasurer. All officers shall be members of the Board of Directors. Any officer may be removed by the Board of Directors at any time by majority vote. Any vacancy occurring in any office prior to an annual election shall be filled by the Board of Directors at a special meeting, and the person elected to fill such vacancy shall serve until the next annual meeting and until that person's successor is elected and qualified.

Section 2. The President shall preside at all meetings of the members and the Board of Directors of the Corporation and shall be responsible for implementation of policies established by the Board of Directors. The President shall perform the duties incident to the office of chief executive officer of the Corporation and such other duties as the Board of Directors may assign.

Section 3. The Vice President shall perform such duties as may be assigned by the Board of Directors or the President. In the absence or disability of the President, the Vice President shall possess and may exercise the authority to perform the duties of the President.

Section 4. The Secretary-Treasurer shall be responsible for the custody of the papers, books, and records of the Corporation and shall prepare and enter in the minute book the minutes of all meetings of the members and Board of Directors. The Secretary-Treasurer shall also prepare and maintain correct and complete records of account showing accurately the financial condition of the Corporation. All notes, securities, and other assets coming into the possession of the Corporation shall be received, accounted for, and placed in safekeeping as the Secretary-Treasurer may from time to time prescribe. The Secretary-Treasurer shall furnish, whenever requested by the Board of Directors or the President, a statement of the financial condition of the Corporation and shall perform such other duties as the Board of Directors or President may prescribe.

ARTICLE VI

Committees

Section 1. The Board of Directors may, by resolution adopted by a majority vote thereof, designate three or more members of the Corporation to constitute an Executive Committee which, to the extent provided in such resolution, shall have and exercise all of the authority of the Board of Directors in the management of the Corporation's affairs during intervals between the meetings of the Board of Directors.

Section 2. The Board of Directors may establish various committees, in addition to the Executive Committee, to accomplish the goals and perform the programs of the Corporation. Members of such other committees may, but need not be, members of the Board of Directors or of the Corporation.

ARTICLE VII

Executive Director

The Board of Directors may employ an Executive Director for the Corporation to be responsible for the day-to-day operation and management of the Corporation. The Executive Director shall perform such duties as the Board of Directors or President may prescribe.

ARTICLE VIII

Contracts, Loans, Checks

Section 1. The Board of Directors may authorize any officer or officers, agent or agents of the Corporation to enter into any contract or execute any instrument on its behalf. Such authorization may be general or confined to specific instances. Except as provided in these By-Laws, no officer, agent, or employee shall have any power to bind the Corporation or to render it liable for any purpose or amount unless so authorized by the Board of Directors.

Section 2. All checks, drafts, or other orders for payment of money by the Corporation shall be signed by such person or persons as the Board of Directors may from time to time designate by resolution.

Section 3. Unless authorized by the Board of Directors, no loan shall be made by or contracted on behalf of the Corporation and no evidence of indebtedness shall be issued in its name.

ARTICLE IX

Amendments

The power to make, alter, amend, or repeal the By-Laws is vested in the Board of Directors of the Corporation.

*Certified: a true copy
N. Clay Robbins
Attorney-in-fact*

Indiana Youth Institute, Inc.
c/o Thomas M. Lofton
810 Fletcher Trust Building
Indianapolis, Indiana 46204
Form 1023 Exhibits

Exhibit C

In furtherance of the Institute's charitable and educational purposes, the Institute hopes and expects to engage in a number of activities, among which include the following:

1. Network-Building. The Institute will seek to build a network among systems, public and private agencies and institutions, and professionals providing services to Indiana youth. To that end, the Institute will convene meetings and sponsor seminars and conferences to facilitate the sharing of information and encourage cooperation and collaboration among such youth-service providers. It will also promote the joint sponsorship of youth initiatives by the private and public sectors.

2. Information Collection and Dissemination. The Institute plans to build a clearinghouse of information that will include valuable research on youth issues and exemplary youth program models within and outside Indiana. It will create an informational data base to enable the Institute to receive and transmit efficiently and inexpensively research and program information throughout the state and nation. The Institute will also provide regularly a newsletter to the members of the network of youth-service providers addressing and providing information on various youth-related issues.

3. Research. The Institute will engage in or sponsor research relating to youth-service issues. The research projects will include projects to determine the effectiveness of existing youth-service programs. In addition, some of the Institute's research projects will be designed to evaluate the characteristics of youth programs that make them successful or unsuccessful. The Institute also expects to sponsor or engage in policy research projects designed to consider issues of concern to Indiana youth and families.

4. Training. The Institute contemplates offering a wide variety of training and educational opportunities for youth-serving professionals and volunteers. It will sponsor large, showcase conferences and forums to reveal important youth-related research developed in Indiana. It will also host small, working conferences to accomplish specific tasks relating to the development of Indiana's youth. In addition, the Institute will develop and disseminate training materials, models and curricula for youth-serving professionals and volunteers in Indiana and work with colleges and universities in Indiana to influence pre-professional development of individuals preparing to be youth-service providers. Moreover, the Institute may sponsor sabbaticals and scholarships for talented, youth-serving professionals to enable them to participate in training programs or take time out for professional regeneration.

5. Attentiveness to Youth. The Institute will collaborate with a university research center and Indiana newspapers to sponsor the Indiana youth poll. The poll will help the public understand the views, concerns and aspirations of Indiana's youth. It will offer valuable information regarding teenagers' attitudes toward their education, future work and commitment to their communities. In addition, the Institute will sponsor an annual youth conference to publicize the outstanding accomplishment of Indiana's youth, both in individual endeavors and in groups. The definition of accomplishment will be expanded beyond academic and athletic achievement to include excellence in the arts, community service, commitment to social justice, leadership and innovation.

The Institute expects to commence its charitable and educational activities in the fall of 1988.

Indiana Youth Institute, Inc.
c/o Thomas M. Lofton
810 Fletcher Trust Building
Indianapolis, Indiana 46204
Form 1023 Exhibits

Exhibit D

The names, addresses and titles of the Institute's directors and officers are as follows:

James Baker
1531 Thirteenth Street
Columbus, IN 47201

Director

Virginia Ball
Merchants National Bank Building
Suite 520
Muncie, IN 47305

Director

H. Lee Cooper
20 N.W. Third Street
Evansville, IN 47739-0001

Director

Waltee Douglas
Purdue University at Calumet
3185 West 20th Place
Gary, IN 46404

Director

Donald Felker
Stone Hall
Purdue University
West Lafayette, IN 47907

Director

Ramon Humke
Suite 1850
250 N. Meridian Street
Indianapolis, IN 46204

Director

Diana Leslie
8105 Sycamore Road
Indianapolis, IN 46240

Director

Howard Mehlinger
Education Building
Third and Jordan
Indiana University
Bloomington, IN 47405

Director

Charlie Nelms
Indiana University East
2325 Chester Boulevard
Richmond, IN 47374

Director/
Secretary-Treasurer

Andrew J. Paine
One Indiana Square, Suite 501
Indianapolis, IN 46266

Director/
Vice President

Ernestine Raclin
1st Source Bank
100 North Michigan
South Bend, IN 46634

Director

Ian Rolland
Lincoln National Corporation
P.O. Box 1110
Fort Wayne, IN 46801

Director/
President

Indiana Youth Institute, Inc.
c/o Thomas M. Lofton
810 Fletcher Trust Building
Indianapolis, Indiana 46204
Form 1023 Exhibits

Exhibit E

The Institute contemplates that Lincoln National Life Foundation, Inc., and Ball Brothers Foundation, two Indiana private foundations, may make grants to the Institute. Two of the Institute's directors, Ian Rolland and Virginia Ball, have business or family relationships with those foundations. Mr. Rolland is the President of Lincoln National Life Foundation, Inc., and Mrs. Ball is the wife of Edmund F. Ball, the President of Ball Brothers Foundation. At this point, however, the Institute does not have sufficient information to determine whether the amount of such contemplated grants would cause the foundations to become substantial contributors with respect to the Institute.

Irrespective of whether those foundations are substantial contributors to the Institute, the relationships of Mr. Rolland and Mrs. Ball with the foundations would have no material effect on the Institute's qualification for Internal Revenue Code section 509(a)(3) status. Even if both of the foundations become substantial contributors with respect to the Institute, the Institute would not become controlled, directly or indirectly, by disqualified persons as only two of the twelve directors have any business or family relationships with potential disqualified persons. No member of the Institute's Board of Directors is a disqualified person other than by reason of being a member of the governing body.

Indiana Youth Institute, Inc.
c/o Thomas M. Lofton
810 Fletcher Trust Building
Indianapolis, Indiana 46204
Form 1023 Exhibits

Exhibit F
Projected Budget
(Form 1023, part V)
Year Ending June 30, 1989

Revenues

1.	Gross contributions, gifts, grants, etc.	\$1,185,951
2.	Dues and assessments from members	-0-
3.	Receipts from exempt activities	-0-
4.	Receipts from unrelated business activities	-0-
5.	Receipts from sale of assets	-0-
6.	Interest, dividends, rents, and royalties	-0-
	TOTAL RECEIPTS	\$1,185,951

Expenses

1.	Fundraising expenses	\$ -0-
2.	Contributions, gifts, grants, and similar amounts paid	-0-
3.	Disbursements to members	-0-
4.	Compensation of officers and directors' fees	-0-
5.	Other salaries, wages and employee benefits	447,053
6.	Consultants	46,563
7.	Contracts for charitable and educational services	8,183
8.	Seminars, meetings and conferences	51,231
9.	Occupancy	51,502
10.	Renovation and moving expenses	355,848
11.	Interest	-0-

12.	Professional fees (legal, accounting)	16,367
13.	Library acquisitions	27,625
14.	Data processing	9,813
15.	Insurance	4,538
16.	Subscriptions and memberships	4,500
17.	Travel/per diem	17,320
18.	Equipment and furniture purchases	67,322
19.	Office and consumable supplies	15,375
20.	Telephone, postage	30,313
21.	Publications, printing and duplicating	7,866
22.	Equipment rental and repair	4,500
23.	Depreciation and depletion	5,000
24.	Other	15,032
	TOTAL EXPENSES	\$1,185,951

Indiana Youth Institute, Inc.
c/o Thomas M. Lofton
810 Fletcher Trust Building
Indianapolis, Indiana 46204
Form 1023 Exhibits

Exhibit G
Projected Budget
(Form 1023, part V)
Year Ending June 30, 1990

Revenues

1.	Gross contributions, gifts, grants, etc.	\$1,178,753
2.	Dues and assessments from members	-0-
3.	Receipts from exempt activities	-0-
4.	Receipts from unrelated business activities	-0-
5.	Receipts from sale of assets	-0-
6.	Interest, dividends, rents, and royalties	-0-
	TOTAL RECEIPTS	\$1,178,753

Expenses

1.	Fundraising expenses	\$ -0-
2.	Contributions, gifts, grants, and similar amounts paid	-0-
3.	Disbursements to members	-0-
4.	Compensation of officers and directors' fees	-0-
5.	Other salaries, wages and employee benefits	709,173
6.	Consultants	58,187
7.	Contracts for charitable and educational services	12,418
8.	Seminars, meetings and conferences	70,579
9.	Occupancy	68,670
10.	Renovation and moving expenses	-0-
11.	Interest	-0-

12.	Professional fees (legal, accounting)	25,212
13.	Library acquisitions	45,250
14.	Data processing	11,937
15.	Insurance	6,227
16.	Subscriptions and memberships	6,000
17.	Travel/per diem	25,869
18.	Equipment and furniture purchases	46,204
19.	Office and consumable supplies	19,125
20.	Telephone, postage	34,450
21.	Publications, printing and duplicating	18,884
22.	Equipment rental and repair	6,000
23.	Depreciation and depletion	5,000
24.	Other	9,568
	TOTAL EXPENSES	\$1,178,753

Indiana Youth Institute, Inc.
c/o Thomas M. Lofton
810 Fletcher Trust Building
Indianapolis, Indiana 46204
Form 1023 Exhibits

Exhibit H
Projected Budget
(Form 1023, part V)
Year Ending June 30, 1991

Revenues

1.	Gross contributions, gifts, grants, etc.	\$1,286,780
2.	Dues and assessments from members	-0-
3.	Receipts from exempt activities	-0-
4.	Receipts from unrelated business activities	-0-
5.	Receipts from sale of assets	-0-
6.	Interest, dividends, rents, and royalties	-0-
	TOTAL RECEIPTS	\$1,286,780

Expenses

1.	Fundraising expenses	\$-0-
2.	Contributions, gifts, grants, and similar amounts paid	-0-
3.	Disbursements to members	-0-
4.	Compensation of officers and directors' fees	-0-
5.	Other salaries, wages and employee benefits	828,890
6.	Consultants	55,138
7.	Contracts for charitable and educational services	15,072
8.	Seminars, meetings and conferences	77,752
9.	Occupancy	68,842
10.	Renovation and moving expenses	-0-
11.	Interest	-0-

12.	Professional fees (legal, accounting)	30,601
13.	Library acquisitions	54,265
14.	Data processing	11,028
15.	Insurance	6,513
16.	Subscriptions and memberships	6,015
17.	Travel/per diem	30,110
18.	Equipment and furniture purchases	10,589
19.	Office and consumable supplies	18,045
20.	Telephone, postage	29,968
21.	Publications, printing and duplicating	31,934
22.	Equipment rental and repair	6,015
23.	Depreciation and depletion	5,000
24.	Other	1,003
	TOTAL EXPENSES	\$1,286,780

Indiana Youth Institute, Inc.
Thomas M. Lofton
810 Fletcher Trust Building
Indianapolis, Indiana 46204
Form 1023 Exhibits

Exhibit I

The Institute shall support eight organizations, all of which are described in Internal Revenue Code ("Code") section 509(a)(1) or 509(a)(2) for purposes of Code section 509(a)(3). The names and addresses of those organizations are as follows:

Indiana Committee for the Humanities, Inc.
1500 N. Delaware Street
Indianapolis, IN 46202

Indiana State Chamber of Commerce
One N. Capitol, Suite 200
Indianapolis, IN 46204-2248

Indiana University
Office of the President
Bryan Hall 200
Bloomington, IN 47405

Lake County Job Training Corporation
504 Broadway
Gary, IN 46402

Muncie Children's Museum, Incorporated
306 S. Walnut Plaza
Muncie, IN 47305

Purdue University
Office of the President
West Lafayette, IN 47907

Young Men's Christian Association of
Greater Fort Wayne
226 East Washington Blvd.
Fort Wayne, IN 46802

Youth Resources of Southwestern Indiana, Inc.
405 Carpenter Street
Evansville, IN 47708

Indiana Youth Institute, Inc.
c/o Thomas M. Lofton
810 Fletcher Trust Building
Indianapolis, Indiana 46204
Form 1023 Exhibits

Exhibit J

All of the supported organizations are interested in and committed to the education and development of Indiana's youth. The Institute's purposes and activities clearly further such interest and commitment. See attached Exhibit C.

User Fee for Exempt Organization Determination Letter Request

For IRS Use Only

Control number _____
 Amount paid _____
 User fee screener _____

Attach to determination letter applications.

1 Name of organization
 Indiana Youth Institute, Inc.

- 2 Type of request (check only one box and include a check or money order made payable to Internal Revenue Service for the amount of the indicated fee):
- a Initial request for recognition of tax-exempt status under section 501(a) (except a section 401(a) trust) by an organization whose gross receipts have not exceeded (or are not expected to exceed) \$5,000 annually averaged over its first four taxable years. If you check this box you must complete the income certification below \$ 150

Certification

I hereby certify that the gross receipts of _____ have not exceeded (or are not expected to exceed) \$5,000 annually averaged over its first four years of operation.
(enter name of organization)

Signature ▶ _____ Title _____

- b All other initial requests for recognition of tax-exempt status under section 501(a) or 521 (except a section 401(a) trust) \$ 300
- c Private foundation which has completed a section 507 termination and which seeks a determination letter that it is now a public charity. \$ 200

Instructions

The Revenue Act of 1987 requires payment of a user fee for determination letter requests submitted to the Internal Revenue Service. The fee must accompany each request submitted to a key district office with a postmark date or receipt date (if not mailed) after January 31, 1988.

The fee for each type of request for an exempt organization determination letter is listed in item 2 of this form. Check the block that describes the type of request you are submitting, and attach this form to the front of your request form along with a check or money order for the amount indicated. Make the check or money order payable to the Internal Revenue Service.

Determination letter requests received with no payment or with an insufficient payment will be returned to the applicant for submission of the proper fee. To avoid delays in receiving a determination letter,

be sure that your application is sent to the applicable address shown below. These addresses supersede the addresses listed in Publication 557 and all application forms.

If entity is in this IRS District	Send fee and request for determination letter to this address	
Brooklyn, Albany, Augusta, Boston, Buffalo, Burlington, Hartford, Manhattan, Portsmouth, Providence	Internal Revenue Service EP/EO Division P. O. Box 1680, GPO Brooklyn, NY 11202	Dallas, Albuquerque, Austin, Cheyenne, Denver, Houston, Oklahoma City, Phoenix, Salt Lake City, Wichita Internal Revenue Service EP/EO Division Mail Code 4950 DAL 1100 Commerce Street Dallas, TX 75242
Baltimore, District of Columbia, Pittsburgh, Richmond, Newark, Philadelphia, Wilmington, any U.S. possession or foreign country	Internal Revenue Service EP/EO Division P. O. Box 17010 Baltimore, MD 21203	Atlanta, Birmingham, Columbia, Ft. Lauderdale, Greensboro, Jackson, Jacksonville, Little Rock, Nashville, New Orleans Internal Revenue Service EP/EO Division C-1130 Atlanta, GA 30301
Cincinnati, Cleveland, Detroit, Indianapolis, Louisville, Parkersburg	Internal Revenue Service EP/EO Division P. O. Box 3159 Cincinnati, OH 45201	Anchorage, Las Vegas, Boise, Los Angeles, Honolulu, Portland, Laguna Niguel, San Jose, Seattle Internal Revenue Service EO Application Receiving Room 5127, P. O. Box 486 Los Angeles, CA 90053-0486
		Sacramento, San Francisco Internal Revenue Service EO Application Receiving Stop SF 4446 P. O. Box 36001 San Francisco, CA 94102
		Chicago, Aberdeen, Des Moines, Fargo, Helena, Milwaukee, Omaha, St. Louis, St. Paul, Springfield Internal Revenue Service EP/EO Division 230 S. Dearborn DPN 20-5 Chicago, IL 60604

Attach Check or Money Order Here

Power of Attorney and Declaration of Representative

▶ See separate instructions.

Part I Power of Attorney		For IRS Use Only			
(Please type or print)	Taxpayer(s) name(s) Indiana Youth Institute, Inc.	Taxpayer identification number applied for	File So.		
	Address (number and street) c/o Thomas M. Lofton 810 Fletcher Trust Building	Plan number (if applicable)	Level		
	City, state, and ZIP code Indianapolis, IN 46204	Telephone number (317) 237-4535	Receipt		
			Powers		
			Blind T.		
			Action		
			Ret. Ind.		

hereby appoint(s) the following individual(s)*

Name	CAF Number	Address	New Address	Telephone Number
Thomas M. Lofton	5000-88781R	810 Fletcher Trust Building		
N. Clay Robbins	5005-09672	Indianapolis, IN 46204		(317) 237-4535

as attorney(s)-in-fact to represent the taxpayer(s) before any office of the Internal Revenue Service for the following tax matter(s) (specify the type(s) of tax and year(s) or period(s) (date of death if estate tax)):

Type of tax (Individual, corporate, etc.)	Federal tax form number (1040, 1120, etc.)	Year(s) or period(s) (Date of death if estate tax)
Application for exemption under Code section 501(c)(3)	1023	

The attorney(s)-in-fact (or either of them) are authorized, subject to revocation, to receive confidential information and to perform any and all acts that the principal(s) can perform with respect to the above specified tax matters (excluding the power to receive refund checks and the power to sign the return, unless specifically granted below). See Regulations section 1.6012-1(a)(5) for information on returns made by agents. (List excludable powers below. Indicate if you are granting the power to sign the return.)

- Send originals of all notices and all other written communications in proceedings involving the above tax matters to the appointee first named above, and a duplicate copy of all notices and all other written communications to the taxpayer named above, or
- Send copies of all notices and all other written communications addressed to the taxpayer(s) in proceedings involving the above tax matters to:
- the appointee first named above, or
 - (names of not more than two of the appointees named above)

- Initial here ▶ if you are granting the power to receive, but not to endorse or cash, refund checks for the above tax matters to:
- the appointee first named above, or
 - (name of one of the above designated appointees) ▶

This power of attorney revokes all earlier powers of attorney and tax information authorizations on file with the Internal Revenue Service for the same tax matters and years or periods covered by this power of attorney, except the following:

(Specify to whom granted, date, and address including ZIP code, or refer to attached copies of earlier powers and authorizations.)

Signature of or for taxpayer(s)

(If signed by a corporate officer, partner, or fiduciary on behalf of the taxpayer, I certify that I have the authority to execute this power of attorney on behalf of the taxpayer.)

By: Andrew J. Paine Vice President 9/29/88
(Signature) (Title, if applicable) (Date)

(Also type or print your name below if signing for a taxpayer who is not an individual.)

Andrew J. Paine (Signature) (Title, if applicable) (Date)

* You may authorize an organization, firm, or partnership to receive confidential information, but your representative must be an individual who must complete Part II.

If the power of attorney is granted to a person other than an attorney, certified public accountant, enrolled agent, or enrolled actuary, the taxpayer(s) signature must be witnessed or notarized below. (The representative must complete Part II. List representatives there only if they are recognized to practice before the Internal Revenue Service.)

The person(s) signing as or for the taxpayer(s): (Check and complete one.)

is/are known to and signed in the presence of the two disinterested witnesses whose signatures appear here:

----- (Signature of Witness) ----- (Date) -----
----- (Signature of Witness) ----- (Date) -----

appeared this day before a notary public and acknowledged this power of attorney as a voluntary act and deed.

Witness: ----- (Signature of Notary) ----- (Date) -----

NOTARIAL SEAL
(if required by state law)

Part II Declaration of Representative

I declare that I am not currently under suspension or disbarment from practice before the Internal Revenue Service; that I am aware of Treasury Department Circular No. 230 (31 CFR, Part 10), as amended, regulations governing the practice of attorneys, certified public accountants, enrolled agents, enrolled actuaries, and others; and that I am one of the following:

- a a member in good standing of the bar of the highest court of the jurisdiction shown below;
- b duly qualified to practice as a certified public accountant in the jurisdiction shown below;
- c enrolled as an agent under the requirements of Treasury Department Circular No. 230;
- d a bona fide officer of the taxpayer organization;
- e a full-time employee of the taxpayer;
- f a member of the taxpayer's immediate family (spouse, parent, child, brother or sister);
- g a fiduciary for the taxpayer;
- h an enrolled actuary (the authority of an enrolled actuary to practice before the Service is limited by section 10.3(d)(1) of Treasury Department Circular No. 230);
- i Commissioner's special authorization (see instructions for Part II, item i) -----

and that I am authorized to represent the taxpayer identified in Part I for the tax matters specified there.

Designation (insert appropriate letter from above list)	Jurisdiction (state, etc.) or Enrollment Card Number	Signature	Date
1	Indiana	<i>Thomas W. F. ...</i>	9/27/88
1	Indiana	<i>N. Clay Robbins</i>	9/27/88

For clear copy on both parts, please type or print with ball point pen and press firmly.

Form **SS-4**
 (Rev. November 1985)
 Department of the Treasury
 Internal Revenue Service

Application for Employer Identification Number

(For use by employers and others. Please read the separate instructions before completing this form.)

OMB No. 1545-0003
 Expires 8-31-88

For Paperwork Reduction Act Notice, see separate instructions.

1 Name (True name. See instructions.) Indiana Youth Institute, Inc.		2 Social security no., if sole proprietor	3 Ending month of accounting year June
4 Trade name of business if different from item 1		5 General partner's name, if partnership, principal officer's name, if corporation; or grantor's name, if trust Ian Rolland - President	
6 Address of principal place of business (Number and street) Lofton, 810 Fletcher Trust Building		7 Mailing address, if different Same	
8 City, state, and ZIP code Indianapolis, IN 46204		9 City, state, and ZIP code	
10 Type of organization <input type="checkbox"/> Individual <input type="checkbox"/> Trust <input type="checkbox"/> Partnership <input type="checkbox"/> Plan administrator <input type="checkbox"/> Governmental <input checked="" type="checkbox"/> Nonprofit organization <input type="checkbox"/> Corporation <input type="checkbox"/> Other (specify)		11 County of principal business location Marion	
12 Reason for applying <input checked="" type="checkbox"/> Started new business <input type="checkbox"/> Purchased going business <input type="checkbox"/> Other (specify)		13 Acquisition or starting date (Mo., day, year). See instructions. August 28, 1988	
14 Nature of principal activity (See instructions.) Charitable and educational		15 First date wages or annuities were paid or will be paid (Mo., day, year). October, 1988	
16 Peak number of employees expected in the next 12 months (if none, enter "0") Nonagricultural: 18 Agricultural: 0 Household: 0		17 Does the applicant operate more than one place of business? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
18 Most of the products or services are sold to whom? The Institute's programs will benefit Indiana youth. <input type="checkbox"/> Business establishments (wholesale) <input type="checkbox"/> General public (retail) <input checked="" type="checkbox"/> Other (specify) <input type="checkbox"/> N/A		19 If nature of business is manufacturing, state principal product and raw material used. N/A	
20 Has the applicant ever applied for an identification number for this or any other business? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," enter name and trade name. Also enter approx. date, city, and state where the application was filed and previous number, if known.		Telephone number (include area code) Thomas M. Lofton (317) 237-4535	
Under penalties of perjury, I declare that I have examined this application, and to the best of my knowledge and belief it is true, correct, and complete.		Reas. for appl.	
Signature and Title Andrew Staine Geo. Ind. Class Size		Part I	

Please leave blank ▶