

ARTICLES OF INCORPORATION
of the
GREAT PLAINS REALTORS®
MULTIPLE LISTING SERVICE, INC.

ARTICLE I - Name

The name of this corporation shall be the GREAT PLAINS REALTORS® MULTIPLE LISTING SERVICE, INC., all shares of stock of which are solely and wholly-owned by the Omaha Area Board of REALTORS®.

ARTICLE II - Term

The corporation commenced business on January 1, 1969, and shall have perpetual existence.

ARTICLE III - Purpose

A Multiple Listing Service is a facility for the orderly correlation and dissemination of listing information among Participants so that they may better serve their clients and customers and the public; is a means by which authorized Participants make blanket unilateral offers of compensation to other Participants (acting as subagents, buyer agents, or in other agency or nonagency capacities defined by law); is a means by which information is accumulated and disseminated to enable authorized Participants to prepare appraisals and other valuations of real property and is a means by which Participants engaging in real estate appraisal contribute to common databases.

No part of the net earnings of MLS shall inure to the benefit of any Participant.

ARTICLE IV - Capital Stock

1. Stock. The amount of authorized capital stock of this corporation shall be Twenty-Five Thousand (\$25,000.00) Dollars consisting of Two Hundred Fifty (250) shares of common stock with a par value of One Hundred (\$100.00) Dollars per share.

2. Authority. The authority to issue shares of stock of the corporation is delegated to the Board of Directors of the corporation, only if such shares are issued to the Omaha Area Board of REALTORS®, provided the consideration for such shares is equal to the par value of the shares to be issued.

3. Certificates. Certificates of stock shall be in a form adopted by the Board of Directors of the corporation and shall be signed by the President and Secretary of the corporation.

4. Dividends. Cash dividends may be paid to the Omaha Area Board of REALTORS®.

ARTICLE V - Registered Office

The street address of the registered office of the corporation is 11404 West Dodge Road, Suite 500, Omaha, Douglas County, Nebraska, 68154 and the name of its registered agent at such address is Richard D. Myers.

ARTICLE VI - Directors

The corporation shall have a Board of Directors of not less than three (3) members as its governing body, the exact number to be fixed by the bylaws. The Directors of the corporation shall have the power to make, alter and amend the bylaws as they shall deem proper for the management of the business affairs of said corporation; to establish fees and charges to defray costs of the operation of the corporation, and authority to discipline Participants as set forth in the bylaws.

ARTICLE VII - Service Area

The area in which the corporation shall function shall at all times be co-extensive with the Market Area of the Omaha Area Board of REALTORS®.

ARTICLE VIII - Amendments

These Articles of Incorporation may be amended by a majority of the Stockholders of the corporation at a regular or special meeting called for that purpose.

ARTICLE IX - Dissolution

In the event this corporation shall at any time terminate its' activities, the Board of Directors shall consider and adopt a plan of liquidation and dissolution with the approval of the Participants thereof and of the Board of Directors of the Omaha Area Board of REALTORS®. Said plan shall provide for the collection of all assets, the payment of all liabilities and the remaining assets shall be assigned to the Omaha Area Board of REALTORS® or its successors.