

ARTICLES OF INCORPORATION OF THE
WINONA AMATEUR RADIO CLUB, INCORPORATED

Articles of incorporation of the undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Minnesota, 302A do hereby certify:

First: The name of the Corporation shall be Winona Amateur Radio Club, Incorporated.

Second: The initial registered agent for this Corporation is Gerald Brancich and the address of this agent is 804 W. Mark Street, Winona, Minnesota 55987. The place in this state where the principal office of the Corporation is to be located is the City of Winona, Winona County.

Third: Said corporation is organized exclusively for charitable, religious, 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 the corresponding section of any future federal tax code.

Fourth: This Corporation has a Board of Directors consisting of five directors. The names and addresses of the persons who are the initial board members of the Corporation are as follows:

Gerald Brancich.....	804 Mark Street Winona, MN 55987
James E. Brown.....	Rt 1 Box 393 Minnesota City, MN 55959
Clarence Crum.....	106 N. 1st Arcadia, WI
Steve Prussing.....	930 Fountain Fountain City, WI
Ed Crowell.....	1565 48th Street Goodview, MN 55987

Fifth: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 distribution in furtherance of the purposes set forth in Article Third 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 (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.

Sixth: 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 the 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 a Court of competent Jurisdiction of the county in which the principal office or 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.

Seventh: No member, officer, or board member shall be held liable for any action of the corporation.

Eighth: There is no stock issued for this corporation.

Ninth: The period of duration shall be perpetual.

Tenth: The Corporation shall have no seal.

Eleventh: The name and address of each incorporator is:

Gerald Brancich.....	804 Mark Street Winona, MN 55987
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State of Minnesota
County of Winona

