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ARTICLES OF INCORPORATION

OF

EARLHAM MUSIC BOOSTERS

The undersigned, acting as incorporator of a corporation, under the Iowa Nonprofit Corporation Act under Chapter 504A, Code of Iowa, 1987, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of this corporation shall be:

EARLHAM MUSIC BOOSTERS

ARTICLE II

PLACE OF BUSINESS

The principal place of business of this corporation shall be in the City of Earlham, Madison County, Iowa.

ARTICLE III

COMMENCEMENT AND DURATION

The existence of this corporation shall commence on the date the Iowa Secretary of State issues a Certificate of Incorporation for this corporation, and thereafter the corporation's duration shall be perpetual.

ARTICLE IV

OBJECT AND PURPOSES

The corporation is organized exclusively for charitable and educational purposes.

The general object of this corporation and the general purposes for which it is organized are to promote the general welfare and community interest of the music students of the Earlham Commmunity School District of the Counties of Madison and Dallas, Iowa.

ARTICLE V

POWERS OF THE CORPORATION

This corporation shall have all the powers provided by law necessary for or incidental to the convenient and effective transaction of the business and the carrying out of the purposes and objects for which this corporation has been organized.

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 any candidate for public office. Notwithstanding any of the provisions of these Articles of Incorporation, 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 of 1986 (or the corresponding provisions of any future United States Internal Revenue Law) or

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MARY E. WELTY
RECORDER
MADISON COUNTY, IOWA
Fee $20.00

(b) by a corporation, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law). The absence of a limitation upon the powers of the corporation or the exercise thereof shall not in any manner affect specific prohibitions in these Articles of Incorporation.

ARTICLE VI

NON-PROFIT CORPORATION

This corporation shall be a non-profit corporation and shall have no power to declare dividends. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered. All net earnings of this corporation shall be retained in the Corporate treasury and shall be used in the furtherance of the objects and purposes for which the corporation is organized.

ARTICLE VII

MEMBERSHIPS

Memberships in the corporation shall be issued as provided in the Bylaws.

ARTICLE VIII

EXEMPTION OF PRIVATE PROPERTY

The members of this corporation and their property shall be exempt from debts or obligations of the corporation.

ARTICLE IX

BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors of the corporation is four (4), and the names and addresses of the persons who are to serve as the initial directors are:

Name	Address
Barbara K. Marquardt	915 Madison Avenue Earlham, IA 50072
Christine Scar	R. R. 1, Box 178 Earlham, IA 50072
Patricia Hochstetler	R. R. 1, Box 129 Dexter, IA 50070
Lyle E. Marquardt	915 Madison Avenue Earlham, IA 50072

In addition to the Directors, there shall be such ex-officio members of the Board of Directors as shall be fixed by the Bylaws.

ARTICLE X

OFFICERS

The officers of the corporation shall be a President, one or more Vice-Presidents, a Secretary and a Treasurer. The officers shall be members of the corporation but are not required to be members of the Board of Directors of the corporation.

ARTICLE XI

BYLAWS

This corporation may have Bylaws not inconsistent with these Articles of Incorporation for the government, control and direction of the business of the corporation, its officers, Directors or committees, which Bylaws may be amended as shall be provided therein. Any such Bylaws shall be adopted by the Board of Directors and reported to the members of the corporation at the next annual meeting.

ARTICLE XII

AMENDMENT OF ARTICLES OF INCORPORATION

Article VIII of these Articles of Incorporation may not be amended. Any and all other Articles of these Articles of Incorporation are amended pursuant to the following procedure:

> The proposed Amendment shall be approved by a majority of the members of the Board of Directors and then submitted to the members of the corporation at any annual meeting of the members or any special meetings or members called for the purpose of amending these Articles of Incorporation. The proposed Amendment shall then be voted on by the members of the corporation present at such meeting and shall be adopted if two-thirds of the members present vote in favor of the Amendment.

ARTICLE XIII

REGISTERED AGENT AND REGISTERED OFFICE

The address of the registered office of the corporation is:

705 Main Street, P.O. Box 370
Earlham, IA 50072

The name of the registered agent of this corporation at such address is:

Samuel H. Braland.

ARTICLE XIV

This corporation shall have no corporate seal.

ARTICLE XV

INCORPORATOR

The name and address of each incorporator is:

Name	Address
Barbara K. Marquardt	915 Madison Avenue Earlham, IA 50072

Dated February 15, 1988.

Barbara K. Marquardt

Barbara K. Marquardt, Incorporator

STATE OF IOWA :
: SS
MADISON COUNTY :

On this 15 day of February, 1988, before me, the undersigned, a Notary Public in and for said County in said State, personally appeared Barbara K. Marquardt to me known to be the person named in and who executed the foregoing Articles of Incorporation, and acknowledged that she executed the same as her voluntary act and deed.

Samuel H. Braland
Notary Public in and for the
State of Iowa.

SAMUEL H. BRALAND
(Iowa)
NOTARIAL SEAL

OFFICE OF THE SECRETARY OF STATE
DES MOINES, IOWA

This instrument recorded in Book — Page February 18 19 88
Expires perp. Cert. No. C091305 Receipt No.
Filed by Samuel H. Braland (atty) 705 Main St., PO Box 370 Earlham, IA 50072
Filing Fee $20.00 Recording Fee Elaine Baxter Secretary of State

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