

STATE OF LOUISIANA
PARISH OF Winn

ARTICLES OF INCORPORATION OF
WINN AMATEUR RADIO EMERGENCY SERVICES, INC.
(A NON-PROFIT CORPORATION)

BE IT KNOWN, that on this 1st day of JUNE, 2006 A.D.

BEFORE ME, BOBBY G. JORDAN, a Notary Public duly commissioned and qualified in and for the State and Parish aforesaid as per LA R.S. 35:191 et seq., personally came and appeared before me, Notary, the Incorporators of this Corporation, who declared that availing themselves of the benefits and provisions of the Constitution and the Laws of The State of Louisiana and particularly LA R.S. 12:2 et seq., inclusive, as amended, they do by these presents, contract, agree, bind, and obligate themselves, as well as all such other persons who may hereafter join or become associated with them or their successors, into a non-profit corporation, for the objects and purposes and under the conditions, covenants, stipulations and agreements of the articles following, to-wit:

ARTICLE I

The name of the corporation is and shall be:

WINN AMATEUR RADIO EMERGENCY SERVICES, INC.

ARTICLE II

The objectives and purposes of this corporation is to carry out any purpose which Non-Profit Corporations may be formed under Internal Revenue Service code 501(c)3. The primary but not the limiting purpose of this organization is to provide for the formation and maintenance of an Emergency Service Group which exists to serve the General Public in times of disaster and/or emergency with volunteer communications utilizing Amateur Radio and/or RACES (Radio Amateur Civil Emergency Service) Chapters as proscribed in CFR 47 Part 97.401 et seq. to lessen burdens on Government Services when overburdened with a telecommunications emergency. The secondary purpose but not the limiting purpose of this organization is to provide for educational and cultural development of the Radio Arts.

ARTICLE III

The name(s) and address(es) of the incorporator(s) are:

1. **CORY LEE, 212 COLE RD, WINNFIELD, LA 71483**
2. **BRYANT ACOSTA, 120 DOGWOOD DR, WINNFIELD, LA 71483**
3. **SCOTT ZIMMERMAN, 262 MOORE RD, WINNFIELD, LA 71483**
4. **PATRICK OHAVER, 106 BIRCH RD, WINNFIELD, LA 71483**

ARTICLE IV

No Stock shall be issued. This Corporation is established on a Non-stock basis.

ARTICLE V

Only those members in good standing holding a valid Amateur Radio Operator's License issued by the Federal Communications Commission or its successor organization shall be entitled to full voting membership subject to the provisions of the by-laws. Associate membership shall be bestowed upon those persons not possessing a valid Amateur Radio license without voting privileges.

ARTICLE VI

Any corporate action of the members, including specifically but not by way of limitation, adoption of amendments to the articles, and approval thereof by a class vote, approval of merger and consolidation agreements and authorization of voluntary disposition of all or substantially all of the corporate assets, may be taken on an affirmative vote of the majority of the members present.

ARTICLE VII

Cash, property or other assets of the corporation shall not inure to the benefit of any member, director, or officer of the said corporation, except that the corporation is empowered to make payments and distributions to carry out the purposes of this corporation. If should this corporation be dissolved or liquidated, then all assets shall inure only to another Non-Profit Corporation eligible to receive such distributions.

ARTICLE VIII

The First Board of Directors is:

NAME	ADDRESS	CITY STATE	TERM OF OFFICE
1. CORY LEE,	212 COLE RD,	WINNFIELD, LA 71483	1 YEAR
2. BRYANT ACOSTA,	120 DOGWOOD DR,	WINNFIELD, LA 71483	1 YEAR
3. SCOTT ZIMMERMAN,	262 MOORE RD,	WINNFIELD, LA 71483	1 YEAR
4. PATRICK OHAVER,	106 BIRCH RD,	WINNFIELD, LA 71483	1 YEAR

ARTICLE IX

The Board of Directors has authority to make or alter the By-laws.

ARTICLE X

The First Officers are:

NAME	ADDRESS	CITY STATE	OFFICE
1. CORY LEE,	212 COLE RD,	WINNFIELD, LA 71483	PRESIDENT
2. BRYANT ACOSTA,	120 DOGWOOD DR,	WINNFIELD, LA 71483	VICE-PRESIDENT
3. SCOTT ZIMMERMAN,	262 MOORE RD,	WINNFIELD, LA 71483	TREASURER
4. PATRICK OHAVER,	106 BIRCH RD,	WINNFIELD, LA 71483	SECRETARY

ARTICLE XI

Committees shall be formed as contained in the guidelines with members of the committees being appointed by the President and confirmed by a majority vote of the voting members present at a regular or special meeting.

ARTICLE XII

This Corporation shall not, in any manner, participate in any political campaign on behalf of any candidate for any public office or any other question to be voted upon.

ARTICLE XIII

The President may call special meetings of the membership, Vice-president or the Secretary-Treasurer or by a majority of the Board of Directors or upon the written request of the membership forming an aggregate twenty (20%) Per Cent of the total voting power of this corporation.

ARTICLE XIV

The corporation shall not issue any obligations, notes or bonds.

ARTICLE XV

Any director may be removed from office only by a vote of two-thirds (2/3) of the total voting power present at a duly called meeting after said question of removal shall be moved for a vote at a meeting duly called at least (30) Thirty Days before such question shall be considered.

ARTICLE XVI

The Officers of this Corporation shall also be Directors of this Corporation. This is subject to the provisions of Article XVIII and the by-laws under the terms to fix their qualifications and classifications

ARTICLE XVII

The business and affairs of this Corporation shall be managed, and all the corporate powers thereof shall be vested in and exercised by Board of Directors, which shall be composed of not less than three (3) persons. The number of directors may be increased or decreased within the said limits by a majority vote of the Directors. The Board of Directors shall have the authority to fix their own classifications, qualifications or terms of office and fix their compensation, subject to the power of the members to change or repeal the by-laws so made. Unless or until provided in the by-laws, the Directors shall hold office until their successors have been duly elected and qualified, and the number, qualification, terms of office, manner of election, time and places of meetings and the duties of the directors shall be as from time to time fixed by the by-laws. The remaining members of the said Board shall fill any vacancy occurring on the Board of Directors for the unexpired term at any meeting of the Board of Directors. The general annual meeting of the membership for the election of Directors shall be held at the registered office of the corporation and shall take place on the First Friday in January of each year, beginning with the next year after the date of these Articles of Incorporation or the first day thereafter when such day is a legal holiday, unless or until otherwise provided by the by-laws. The failure from any cause whatsoever to hold the annual meeting of the membership or the failure to elect Directors thereat, shall not dissolve the corporation but the Directors and Officers then in office shall remain in office until their successors have been duly qualified and installed.

ARTICLE XVIII

The corporation shall have and enjoy corporate existence in perpetuity, or such maximum period as may be authorized by the Laws of Louisiana unless sooner dissolved in accordance with the law.

ARTICLE XIX

Federal Employer Identification Number of this Corporation is:
XXXXXXXXXXXXXXXXXX.

ARTICLE XX

The registered office of this corporation is:
301 W BOUNDARY AVE, WINNFIELD, LA 71483

ARTICLE XXI

The Registered Agent of this Corporation is:
CORY LEE, 212 COLE RD, WINNFIELD, LA 71483

THUS DONE, PASSED and SIGNED, in multiple originals, on the date hereinabove written, in the presence of the undersigned witnesses and the Incorporators and me, Notary after due reading of the whole.

Signatures on File...