

Sec. 181.02(2)
DEPT OF
FINANCIAL INSTITUTIONS
STATE OF WISCONSIN

State of Wisconsin
Department of Financial Institutions

20

ARTICLES OF INCORPORATION - NONSTOCK CORPORATION

(NOTE: Do not use this form for organizing a for-profit business corporation. Use Form 2)

Executed by the undersigned for the purpose of forming a Wisconsin nonstock corporation under Ch. 181 of the Wisconsin Statutes, repealed and recreated by 1997 Wisconsin Act 79:

Article 1. Name of the corporation: Friends of Aztalan State Park, Inc.

Article 2. The corporation is organized under Ch. 181 of the Wisconsin Statutes.

Article 3. Name of the initial registered agent: Sue Darsch NOV 18 01:07AM
#.#
158736 DCORP 35 35.00

Article 4. Street address of the initial registered office: *(The complete address, including street and number, if assigned, and ZIP code. P O Box address may be included as part of the address, but is insufficient alone.)*
N6984 Rock Lake Rd.
Lake Mills, WI 53551

Article 5. Mailing address of the initial principal office: N6984 Rock Lake Rd.
Lake Mills, WI 53551

Article 6. (Select and mark (X) one of the statements below)

☒ The corporation will have members. OR ☐ The corporation will not have members.

(OPTIONAL) Article 7. Name and address of the initial directors (minimum of three):

Sue Darsch, N6984 Rock Lake Rd., Lake Mills, WI 53551
Randall Radtke, 433 E. Washington St., Lake Mills, WI 53551
Allan Peters, N5017 Hillebrand Dr., Jefferson, WI 53549
Frank Stekel, N997 Cold Spring Rd., Fort Atkinson, WI 53538

FILING FEE - \$35.00 SEE instructions, suggestions, and procedures on following pages.

DFI/CORP/102(R2/01) Use of this form is voluntary.

1 of 3

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(OPTIONAL) Article 8. The purpose or purposes for which the corporation is organized:

1. This corporation is organized exclusively for the charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code. To the extent consistent with the above general purposes, the specific purpose of the corporation shall be as follows: to support, assist, and promote interpretive, scientific, historical, educational, and related visitor services at Aztalan State Park, Jefferson County, Wisconsin.

Article 9. Name and complete address of each incorporator:

Susan Darsch
N 6984 Rock Lake Rd.
Lake Mills, WI 53551

Susan Darsch, Treasurer
Incorporator's signature

Incorporator's signature

This document was drafted by Thomas C. Davies
(Name the individual who drafted the document)

♦ OPTIONAL - Second choice corporate name if first choice is not available:

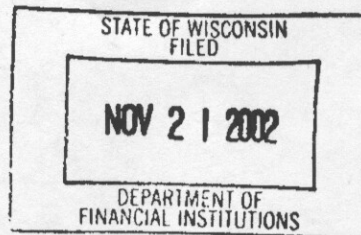
INSTRUCTIONS (Ref. sec. 181.0202 Wis. Stats. for document content)

Submit one original and one exact copy to Dept. of Financial Institutions, P O Box 7846, Madison WI, 53707-7846, together with a **FILING FEE of \$35.00**, payable to the department. (If sent by Express or Priority U.S. mail, address to 345 W. Washington Ave., 3rd Floor, Madison WI, 53703). The original must include an original manual signature, per sec. 181.0120(2), Wis. Stats. This document can be made available in alternate formats upon request to qualifying individuals with disabilities. Upon filing, the information in this document becomes public and might be used for purposes other than that for which it was originally furnished. If you have any questions, please contact the Division of Corporate & Consumer Services at 608-261-7577. Hearing-impaired may call 608-266-8818 for TDY. The preprinted text of this form does not represent every option available under law. Refer to Ch. 181 of the Wisconsin Statutes for additional information.

Article 1. The name must contain "corporation", "incorporated", "company", or "limited" or the abbreviation "corp.", "inc.", "co." or "ltd." or comparable words or abbreviations in another language. If you wish to provide a second choice name that you would accept if your first choice is not available, enter it in the "Optional" area on page 2.

ARTICLES OF INCORPORATION
Nonstock Corporation

+ Thomas C. Davies
1212 S. Main St.
Lake Mills, WI 53551



+
◆ Your name, return address and phone number during the day: (920) 648-8774

INSTRUCTIONS (Continued)

Article 2. This statement is required by sec. 181.0202(1)(a).

Articles 3 & 4. The corporation must have a registered agent located at a registered office in Wisconsin. The address of the registered office is to describe the physical location where the registered agent maintains their business office. Set forth the street number and name, city and ZIP code in Wisconsin. P O Box addresses may be included as part of the address, but are insufficient alone. The corporation may not name itself as its own registered agent.

Article 5. The articles of incorporation must set forth the address of the corporation's principal office. "Principal office" means the office, whether in or outside Wisconsin, in which are located its principal executive offices.

Article 6. Select and check the appropriate box in article 5 to indicate if the corporation will or will not have members. A "member" means a person who has membership rights in a corporation in accordance with its articles of incorporation or bylaws.

Articles 7 & 8. These articles (or others you may wish to add) are provided for optional information that you may elect to include, such as the name and address of the initial directors, a purposes clause, tax-exempt provisions, etc. (NOTE: Corporations expecting to apply to Internal Revenue Service for federal TAX-EXEMPT STATUS are advised to obtain and read IRS Publication 557 "Tax-Exempt Status for Your Organization" before preparing these articles of incorporation, as the articles must contain particular language and provisions to meet federal tax code requirements.)

Article 9. Enter the name and complete address of each incorporator. There may be one or more incorporators. At least one incorporator is required to sign the document, although all incorporators may sign.

No certificate of incorporation will be issued. The "FILED" endorsement applied to this document by the Department of Financial Institutions is evidence that the articles of incorporation have been accepted. One or more "Received" endorsements may appear on the document, but do not indicate its acceptance for filing.

If the document is executed in Wisconsin, sec. 182.01(3) provides that it shall not be filed unless the name of the person (individual) who drafted it is printed, typewritten or stamped thereon in a legible manner. If the document is not executed in Wisconsin, enter that remark.

RECEIVED

JAN 22 2004

Sec 181.1005
Wis. Stats.**WISCONSIN** State of Wisconsin
DEPARTMENT of Financial Institutions
Division of Corporate and Consumer Services06 F033812
imaged**ARTICLES OF AMENDMENT - NONSTOCK CORPORATION**

A. The present corporate name (prior to any change effected by this amendment) is:

Friends of Airlan State Park, INC.

Text of Amendment (Refer to the existing articles of incorporation and the instructions on the reverse of this form. Determine those items to be changed and set forth the number identifying the paragraph being changed and how the amended paragraph is to read.)

RESOLVED, THAT the articles of incorporation be amended as follows:

SEE ATTACHMENTB. Amendment(s) adopted on JAN. 22, 2004

(Indicate the method of adoption by checking (X) the appropriate choice below.)

☒ In accordance with sec. 181.1002, Wis. Stats. (By the Board of Directors)

OR

☐ In accordance with sec. 181.1003, Wis. Stats. (By Members)

OR

☐ In accordance with sec. 181.1004, Wis. Stats. (By Members voting by Class)C. Approval by 3rd Person (Contingency Statement)☐ Written approval for amending the articles of incorporation was obtained from the person whose approval is required by a provision of the articles of incorporation authorized under sec. 181.1030.D. Executed on 01-22-04

(Date)

Randall J. Radtke

(Signature)

Title: ☒ President ☐ Secretary
or other officer title _____RANDALL J. RADTKE

(Printed name)

This document was drafted by _____

RANDALL J. RADTKE

(Name the individual who drafted the document)

FRIENDS OF ADRIAN STATE PARK

ARTICLES OF INCORPORATION

AMENDMENT 01-22-04

AMENDMENT 1

- a) No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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 other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- b) Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or 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 disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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.

ADOPTED BY THE BOARD
OF DIRECTORS - 01-22-04

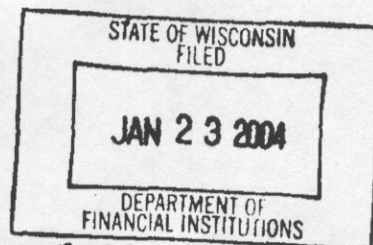
Radall J. Radtke
PRESIDENT

ARTICLES OF AMENDMENT (Ch. 181, Nonstock)

RANDALL J. RAOTKE
433 E. WASHINGTON STREET
LAKE MILLS, WI 53551-1344

- add 501(c)(3) language

▲ Your return address and phone number during the day: (608) 238-7171

**INSTRUCTIONS** (Ref. sec. 181.1005 Wis. Stats. for document content)

Submit one original and one exact copy to Dept. of Financial Institutions, P O Box 7846, Madison WI, 53707-7846, together with a **FILING FEE** of \$25.00, payable to the department. Filing fee is non-refundable. If sent by Express or Priority U.S. mail, address to 345 W. Washington Ave., 3rd Floor, Madison WI, 53703. The original must include an original manual signature, per sec. 181.0120(2), Wis. Stats. **NOTICE:** This form may be used to accomplish a filing required or permitted by statute to be made with the department. Information requested may be used for secondary purposes. If you have any questions, please contact the Division of Corporate & Consumer Services at 608-261-7577. Hearing-impaired may call 608-266-8818 for TDY.

- A. Enter the name of the corporation (before any change effected by this amendment) and the text of the amendment(s). The text should recite the resolution adopted (e.g., "Resolved, that Article 1 of the articles of incorporation be amended to read: (set forth the amended article)).
- B. Enter the date of adoption of the amendment(s). If there is more than one amendment, identify the date of adoption of each. Mark (X) one of the three choices to indicate the method of adoption of the amendment(s).

By Board of Directors – Refer to sec. 181.1002 for specific information on the character of amendment; that may be adopted by the Board of Directors without the approval of members with voting rights.

By Members – Adoption by members requires 2/3rd of votes cast or a majority of the voting power, whichever is less, except as conditioned by the articles of incorporation, bylaws, s.s. 181.1002(1), 181.1030 or other provisions of Ch. 181, Wis. Stats.

By Members thru Class Voting – Refer to sec. 181.1004 for specific information on class voting by members.

- C. Approval by Other Person – Amendment of the articles of incorporation may require the approval of a person other than the board or members, if so specified in the articles of incorporation under sec. 181.1030.
- D. Enter the date of execution and the name and title of the person signing the document. The document must be signed by one of the following: An officer of the corporation (or incorporator if directors have not been elected), or a court-appointed receiver, trustee or fiduciary. A director is **not** empowered to sign.

If the document is executed in Wisconsin, sec. 182.01(3) provides that it shall not be filed unless the name of the person (individual) who drafted it is printed, typewritten or stamped thereon in a legible manner. If the document is not executed in Wisconsin, enter that remark.