

Articles of Incorporation

The Palmer Historical Society, Inc. was established as a NONPROFIT CORPORATION on August 11, 1986.

The undersigned persons, acting as incorporators of a corporation under the Alaska Non-Profit Corporation Act, AS 10.20.005, et seq., hereinafter the Act, adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of the non-profit Corporation is "PALMER HISTORICAL SOCIETY, INC."

ARTICLE II

PERIOD OF DURATION

The period of duration of the Corporation is perpetual.

ARTICLE III

OBJECTS & PURPOSES FOR WHICH FORMED

A. GENERAL PURPOSES. To promote and encourage historical research; to acquire, by purchase, gift, devise, or otherwise, the title to, or custody and control of, historic spots and places; to preserve and protect buildings and sites of historic interest; to collect and preserve records, relics, and other things of historic interest; to mark places of historic interest with suitable monuments and markers; to foster and promote public knowledge of and interest in local and national history.

B. ANCILLARY PURPOSES. To do everything necessary, proper, advisable or convenient for the accomplishment of the purposes hereinabove set forth, and to do all other things incidental to them or connected with them that are not forbidden by the Act, by other laws, or by these Articles of Incorporation.

C. LIMITED NON-PROFIT CORPORATE PURPOSES. This corporation is organized exclusively for charitable, 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law.)

ARTICLE IV

PROVISIONS FOR REGULATION OF THE INTERNAL AFFAIRS OF THE CORPORATION

A. CODE OF BY-LAWS. The initial Code of By-Laws of the Corporation shall be adopted

by the Board of directors. The power to alter, amend, or repeal the Code of By-Laws, or to adopt a new Code of By-Laws, shall be reserved to the Board of Directors, provided, however, such alteration, amendment, repeal, or adoption will not be effective for 30 days after such is duly passed by the board; and such alteration, amendment, repeal or adoption may be overridden by a majority vote of the membership duly called and held within said 30 days. The Code of By-Laws may contain any provisions for the regulations and management of the affairs of the Corporation not inconsistent with the Act, the Internal Revenue Code provisions for recognition as a tax-exempt organization, or these Articles of Incorporation.

B. DISTRIBUTION OF ASSETS ON DISSOLUTION OR FINAL LIQUIDATION. In the event that the Corporation is dissolved or liquidated, the assets of the Corporation shall be distributed in conformity with the provisions of AS 10.20.295 and the Internal Revenue Code of 1954. Upon such dissolution, the Board of Directors of the Corporation shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by an appropriate state court of law located in the borough in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, and which are organized and operated exclusively for such purposes.

C. NON-PROFIT NATURE OF CORPORATE ACTIVITIES. 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 and to make payments and distributions in furtherance of the purposes set forth in Article III herein.

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE V

ADDRESS OF REGISTERED OFFICE AND NAME OF REGISTERED AGENT

A. REGISTERED OFFICE. The address of the registered office of the Corporation is P.O. Box 3330, Palmer, Alaska, 99645.

B. REGISTERED AGENT. The name of the initial registered agent of the Corporation, an individual resident in Alaska whose business office is at the above address, is Ralph Hulbert.

ARTICLE VI

DATA RESPECTING DIRECTORS

A. INITIAL BOARD OF DIRECTORS. The initial Board of Directors shall consist of three (3) persons, all residents of the State of Alaska and members of the Corporation.

B. Their NAMES AND ADDRESS. The names and addresses of the persons who are to serve as Directors until the first annual meeting of the members, or until their successors shall have been elected and qualified are:

RALPH HULBERT P.O. BOX 1846, PALMER, AK. 99645

DON ESTELLE 341 W. EVERGREEN, PALMER, AK. 99645

SALLY GWIN P.O. BOX 1975, PALMER, AK. 99645

C. INCREASE OR DECREASE OF DIRECTORS. The number of Directors of the Corporation shall be not less than three (3) nor more than seven (7). Subject to this limitation, the number of Directors may be increased or decreased from time to time by any amendment of the By-Laws; but no decrease shall have the effect of shortening the term of any incumbent Director.

ARTICLE VII

DATA RESPECTING INCORPORATORS

The names and addresses of the incorporators of the Corporation are as follows:

RALPH HULBERT P.O. BOX 1846, PALMER, AK. 99645

RON BISSETT P.O. BOX 933, PALMER, AK. 99645

DON ESTELLE 341 W. EVERGREEN, PALMER, AK. 99645

EXECUTED THIS 1 day of August, 1986