

RESTATED ARTICLES OF INCORPORATION

(Non-Profit)

MIDLAND AMATEUR RADIO CLUB

Pursuant to the provisions of Act 162, Public Acts of 1982, the undersigned corporation executes the following Restated Articles:

1. The present name of the corporation is : Midland Amateur Radio Club
2. The corporation identification number (CTD) assigned by the bureau is : 819-054
3. All former names of the corporation are: none
4. The date of filing the original Articles of Incorporation was: June 3, 1958.

The following Restated Articles of Incorporation supersede the Articles of Incorporation as amended and shall be the Articles of Incorporation for the corporation:

ARTICLE I

The name of the corporation is Midland Amateur Radio Club, Incorporated.

ARTICLE II

The purpose or purposes for which the corporation is formed is as follows:

The organization is formed exclusively for the following charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986.

- (a) To provide communications support for public service activities.
- (b) To provide emergency communications under the auspices of the

Radio Amateur Civil Emergency Services and the Amateur Radio Emergency Services.

(c) To maintain a "Skywarn" radio network providing a warning of approaching severe weather to the Midland County Department of Emergency Services and the National Weather Service.

(d) To encourage participation in the Military Affiliate Radio Service, whose purpose is to provide a ready communications network in case of national emergency.

(e) To conduct instructional courses designed to prepare individuals to qualify for a Novice-class Amateur Radio license and other advanced licenses.

(f) To educate the public on amateur radio use by conducting forums and demonstrations.

(g) To further educate and train amateur radio operators in the furtherance of the purposes stated above.

### ARTICLE III

(a) The corporation is organized on a nonstock basis.

(b) The amount of assets which said corporation possesses is

Cash in the amount of \$ 883.54

Radio Equipment 1,192.00

(The valuation of the above assets was as of December 31, 1990.)

(c) Said corporation is to be financed under the following general plan: Contributions and membership dues.

(d) The corporation is organized on a Membership basis.

#### ARTICLE IV

The address of the current registered office is 309 E. Gordonville Road, Midland Michigan 48640.

The name of the current resident agent is Raleigh L. Wert.

#### ARTICLE V

The term of the corporate existence is perpetual.

#### ARTICLE VI

This corporation is organized exclusively for the charitable and educational purposes, but shall not be restricted from making distributions to educational, charitable, religious and scientific organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, (or the corresponding provisions of any future United States Internal Revenue Law.)

#### ARTICLE VII

No part of the earnings of the corporation shall inure to the benefit of, or be distributable to, its directors, members, 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 as embodied herein. 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 statement) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the corporation shall not carry on 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 on any future United States Revenue Law) or (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 on any future United States Internal Revenue Law).

#### ARTICLE VIII

Upon dissolution of the corporation, the Executive Committee shall, after paying or making provisions for the payment of all liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, to such organization or organizations organized and operated exclusively for charitable, educational, religious, 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 1986 (or the corresponding provisions on any future United States Internal Revenue Law), as the Executive Committee shall determine.

#### ARTICLE IX

A volunteer Director or Trustee shall not be liable to the corporation or its members for monetary damages for a breach of the volunteer Director or Trustee's fiduciary duty, except as otherwise provided by law. In addition, the corporation assumes all liability to any person other than the corporation or its members for all acts or omissions of volunteer directors.

ARTICLE X

The corporation shall provide equal opportunities for membership and employment and shall make its services available to all eligible parties without regard to race, religion, creed, color, national origin, age, sex, parental status, handicapping condition, or membership in any labor organization.

These Restated Articles of Incorporation were duly adopted on the 11th day of July 1991, in accordance with the provisions of Section 642 of the ACT. These Restated Articles of Incorporation restate, integrate, and do further amend the provisions of the Articles of Incorporation and were duly adopted by the vote of the members. The necessary number of votes were cast in favor of these Restated Articles of Incorporation.

I, the President, sign my name this 11th day of July , 1991.

Dennis K. Klipa, NBERF, President

STATE OF MICHIGAN)

COUNTY OF MIDLAND) ss.

On this 11th day of July , 1991, before me personally appeared Dennis K. Klipa, to me known to be the person described in and who executed the foregoing instrument, and acknowledged that he executed the same as his free act and deed.

Notary Public

Midland County Michigan

My commission Expires: AUG 22,1993

C6S-2B1 (Revised 1/90)

NOTICE OF FILING OF DOCUMENT

The enclosed document has been filed by the Corporation and Securities Bureau, Michigan Department of

Commerce. A microfilm copy of the document has been prepared for the Bureau's files. THE ENCLOSED ORIGINAL

DOCUMENT SHOULD BE RETAINED FOR YOUR RECORDS AS PROOF OF FILING.

NO ADDITIONAL FEES ARE DUE

Each corporation or limited partnership is assigned an identification number as indicated on the document. Please

make reference to this number in any future correspondence or filing with this office.

If checked, the following item(s) apply to this filing and should be noted:

The Certificate must reflect the registered office and/or resident agent on record prior to the filing of this change.

We have adjusted the Certificate accordingly.

© Adjustments made within this document were made pursuant to telephone authorization.

The Act requires only one originally executed copy of a document to be submitted for filing. We return the

duplicate copies herewith.

Fees remitted are in excess in the amount of and a refund of

this excess has been ordered. The State refund warrant will be forthcoming in the near future.

A mailing address for the registered office of a foreign corporation is not required under Michigan law. The

registered office mailing address indicated on the Certificate will be placed on record for informational purposes

only and will not be used for mailings originating from this office.

Pursuant to Section 1021 (2), Act 284, P.A. of 1972, as amended, (MCL 450.2021) a foreign corporation that is

the survivor of a merger must file a certificate attesting to the occurrence of the

merger, issued by the office

where the merger is filed, within 30 days after the merger becomes effective. The filing fee for this certificate is

\$10.00. If the merger changes the name of the survivor, the nature of the business in Michigan, or its authorized

capital stock, the enclosed Amended Application should also be filed with this office. The filing fee for the

Amended Application is \$10.00. Remittances should be made payable to the State of Michigan.

Michigan Department of Commerce, Corporation and Securities Bureau, Corporation Division, P.O. Box 30054,

Lansing, Michigan 48909. Telephone: (517) 334-6302.

DOCUMENT WILL BE RETURNED TO NAME AND MAILING ADDRESS

Name of person or organization

INDICATED IN THE BOX BELOW. Include name, street and number

remitting fees:

(or P.O. box), city, state and ZIP code.

Dennis K. Klipa, PhD. Midland Amateur

644 Whitethorn Radio Club, Inc.

Midland, Michigan 48640

Preparer's name and business

telephone number:

Dennis K. Klipa

(517) 636-4705

#### INFORMATION AND INSTRUCTIONS

1. The articles of incorporation cannot be restated until this form, or a comparable document, is

submitted. Submit one original copy of this document. Upon filing, a microfilm copy will be prepared

for the records of the Corporation and Securities Bureau. The original copy will be returned to the

address appearing in the box above as evidence of filing.

Since this document must be microfilmed, it is important that the filing be legible. Documents with

poor black and white contrast, or otherwise illegible, will be rejected.

2. This document is to be used pursuant to the provisions of Act 162, P.A. of 1982 for the purpose of

restating the articles of incorporation of a domestic nonprofit corporation. Restated articles of

incorporation are an integration into a single instrument of the current provisions of the corporation's

articles of incorporation, along with any desired amendments to those articles.

3. Restated articles of incorporation which do not amend the articles of incorporation may be adopted by

the board of directors without a vote of the shareholders or members. Restated articles of

incorporation which amend the articles of incorporation require adoption by the shareholders, by the

members, or by the board of directors if organized on a nonstock directorship basis. A nonprofit

corporation organized on a nonstock directorship basis as authorized by Sec. 302 of the Act may or

may not have members, but if so, the members are not entitled to vote.

4. Item 2 - Enter the identification number previously assigned by the Bureau. If this number is

unknown, leave it blank.

5. This document is effective on the date approved and filed by the Bureau. A later effective date, no

more than 90 days after the date of delivery, may be stated.

6. If the restated articles merely restate and integrate the articles, but do not amend them, this document

must be signed in ink by an authorized officer or agent of the corporation. If the restated articles

amend the articles of incorporation, this document must be signed in ink by the



president,

vice-president, chairperson, or vice-chairperson of the corporation.

7. FEES: Filing fee (Make remittance payable to State of Michigan) ..... \$10.00

8. Mail form and fee to:

Michigan Department of Commerce

Corporation and Securities Bureau, Corporation Division

P.O. Box 30054

6546 Mercantile Way

Lansing, MI 48909

Telephone: (517) 334-6302