

**ARTICLES OF INCORPORATION  
KINGMAN ROUTE 66 ROTARY FOUNDATION, INC.**

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, have associated ourselves together, for the purpose of forming a non-profit corporation under the laws of the State of Arizona, and hereby adopt the following Articles of Incorporation.

**ARTICLE ONE**

The name of the Corporation is KINGMAN ROUTE 66 ROTARY FOUNDATION INC., and its place of business is in the County of Mohave, State of Arizona, and at such other places or offices the Board of Directors may hereafter designate, both within and without the State of Arizona.

**ARTICLE TWO**

Time of commencement of the corporation shall be the date upon which the Articles of Incorporation are filed with the Arizona Corporation Commission and it shall have perpetual existence.

**ARTICLE THREE**

Said Corporation is organized exclusively for charitable, religious, 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 or the corresponding section of any future United States Internal Revenue Law.

**ARTICLE FOUR**

No part of the net earnings this 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 its purposes. 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 a candidate for public office. Notwithstanding any other provision of the Articles, 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 or the corresponding provisions of any future United States Internal Revenue Law, or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code or the corresponding provisions of any future federal tax code.

**ARTICLE FIVE**

The name and address of the initial statutory agent is Rex Becker, 3545 Cheyenne, Kingman, Arizona 86401.

## **ARTICLE SIX**

The number of persons to serve on the Board of Directors shall be fixed by the Bylaws. The initial Board of Directors shall consist of three directors who are to serve until the first annual meeting of the Members or until their successors are elected and qualify. The Initial Directors are:

Stuart Anderson  
3015 Lovin  
Kingman, Arizona 86401

Rex Becker  
3545 Cheyenne Kingman,  
Arizona 86401

James Wilkinson  
978rFoothill Ave.  
Kingman, Arizona 86401

## **ARTICLE SEVEN**

The Incorporator of the corporation is Henry W. Varga, 114 Tucker Street, Suite 8, Kingman, Arizona 86401. .

All powers, duties and responsibilities of the incorporator shall cease at the time of delivery of these Articles of Incorporation to the Arizona Corporation Commission for filing.

## **ARTICLE EIGHT**

No Director shall be personally liable to the Corporation or its Members for monetary damages for breach of fiduciary duty as a Director.

## **ARTICLE NINE**

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or the 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 so disposed shall be disposed of by a Court of Competent Jurisdiction of the County of 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, which are organized and operating exclusively for such purposes.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this \_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_.

\_\_\_\_\_  
Incorporator

STATE OF ARIZONA        }  
                                      }  
County of Mohave County        }       ss.

The foregoing instrument was acknowledged before me this \_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_ by Lee E. Fabrizio

\_\_\_\_\_  
Notary Public

My Commission Expires: \_\_\_\_\_