

ARTICLES OF INCORPORATION OF

WHITNALL FALCON BOOSTER CLUB, INC.

The undersigned incorporator, for the purpose of forming a corporation under the provisions of chapter 181 of the Wisconsin statutes, as amended, hereby adopts the following articles of incorporation for the purpose of forming a corporation (“corporation”) under Wisconsin Non-Stock Corporation Law, ch. 181, Stats.:

ARTICLE 1

Name

The name of the corporation is: Whitnall Falcon Booster Club, Inc.

ARTICLE 2

Period of Existence

The period of existence shall be perpetual.

ARTICLE 3

Purpose

Section 1. This corporation shall be organized exclusively for charitable or educational purposes within the meaning of sec. 501(c)(3) of the Internal Revenue Code. To the extent consistent with the above general purposes, the specific purpose of this corporation shall be as follows: the corporation is to receive and maintain funds for the benefit of students attending Whitnall High School and advance education, athletics and the arts in Whitnall High School. The corporation shall hold, control, administer, invest and reinvest such funds and subject to the restrictions and limitations of the bylaws of this corporation, use and apply the income therefrom and principal thereof wholly for educational, athletic and the artistic purposes.

Section 2. Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under sec. 501(c)(3) of the IRC of 1986, as amended, or (2) by a corporation, contributions to which are deductible under sec. 170(c)(2) of the IRC of 1986, as amended, or any corresponding provision of any future United States or Internal Revenue law.

Section 3. No part of the net earnings of the organization 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 reimburse for expenses incurred.

Section 4. This corporation shall not discriminate on the basis of race, color, and national or ethnic origin, and shall comply with all local, state and federal standards, ordinances, and laws enacted for the purpose of carrying out such a policy.

Section 5. The corporation shall have other powers, not inconsistent with the above, as are granted to it by law and as are incident, useful and necessary to the accomplishment of the purposes for which it is organized. In addition and not by way of limitation, this corporation may engage in any lawful activity within the purposes for which corporations may be organized under chapter 181 of the Wisconsin statutes, and any amendment thereto.

ARTICLE 4
Principal Office and Registered Agent

Principal Office: 5000 S. 116th Street, Greenfield, WI 53228
Initial registered agent: Anthony Limoni, President
Registered agent address: 5000 S. 116th Street, Greenfield, WI 53228, County of Milwaukee:

ARTICLE 5
Powers

The corporation shall be vested with all powers authorized by Chapter 181 of the Wisconsin Statutes.

ARTICLE 6
Members

Section 1. Any person having an interest in the objectives of the organization shall be eligible for membership. Membership terms expire on June 30th of each year. Members must re-enroll to maintain membership status.

Section 2. Each member, having paid his or her dues are deemed to be in good standing and are entitled to cast one vote. No member will be entitled to vote by proxy. Members in good standing are allowed to vote upon presented funding requests at meetings of the Whitnall Falcon Booster Club.

ARTICLE 7
Directors

The number and manner of election of directors constituting a Board of Directors shall be fixed by the Bylaws.

ARTICLE 8
Incorporators

The name and address of the incorporator of the corporation is: Anthony Limoni, President
Whitnall Falcon Booster Club, Inc.
5000 S. 116th Street
Greenfield, WI 53228

ARTICLE 9
Legislative or Political Activities

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 or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

ARTICLE 10
Operational Limitations

Notwithstanding any other provisions of these articles, corporation shall not carry on any other activity 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 1986, and any amendments thereto.

Whereas the corporation is a public charity as defined by the IRC 509(a):

- (a) this corporation shall distribute its income for each taxable year at such time and in such manner *as* not to become subject to the tax on undistributed income and posed by section 4942 of the internal and code 1906, and any amendments thereto; and,
- (b) but this corporation shall not engage in any after self dealing as defined in section 4941(d) of the internal code of 1986, and any amendments thereto; nor retaining any excess business holdings as defined in section 4943(c) of the Internal Revenue Service, and

any amendments thereto; or make any investments in such manner as to incur tax liability under section 4944 of the Internal Revenue Code of 1986, and any amendments thereto;

ARTICLE 11
Dissolution

Upon the dissolution of the corporation the board of directors shall, after paying for all of the corporation's liabilities, dispose of all the corporation's assets exclusively for the purposes of the corporation in such manner as the board of directors shall determine, or to such organization or organizations organized and operated exclusively for charitable or educational purposes as shall at the time qualify as an exempt organization organizations under 501(c)(3) of the IRC of 1986 as amended, as the board of directors shall determine.

ARTICLE 12
Amendment

These articles may be amended in the manner authorized by law at the time of the amendment.

IN WITNESS WHEREOF, the undersigned incorporator has, executed these articles of incorporation at Greenfield, Wisconsin this _____ day of _____, 2006.

Anthony Limoni, President
Whitnall Falcon Booster Club, Inc.
5000 S. 116th Street
Greenfield, WI 53228

Drafted by and return to:

Anthony Limoni, President
Whitnall Falcon Booster Club, Inc.
5000 S. 116th Street
Greenfield, WI 53228