

Filed this 15th day of July 1991
Joyce Hazeltine
SECRETARY OF STATE

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Secretary of State

ARTICLES OF INCORPORATION

SOUTH DAKOTA AVIATION HALL OF FAME

We, the undersigned, natural persons of the age of eighteen (18) years or more, acting as incorporators under SDCL Chapter 47-22, adopt the following Articles of Incorporation for such corporation.

I

The name of the corporation is South Dakota Aviation Hall of Fame, Incorporated.

II

The purpose or purposes for which the corporation is organized are:

- A. To educate the public regarding the history of aviation in South Dakota and the contribution of South Dakota citizens to the development of worldwide aviation. The purposes shall also include the exercise of all powers conferred by South Dakota law to a corporation that is without stock and not for profit, which are consistent with exemption from Federal income tax under 501(c) (3) of the United States Internal Revenue Code. The corporation is organized exclusively for charitable, education, religious or scientific purposes within the meaning of section 501(c) (3) of the Internal Revenue Code.
- B. To construct, operate, maintain, improve and to buy, own, sell, convey, assign, mortgage or lease any real estate and any personal property necessary or incident to the provision of such aforesaid purposes.
- C. To borrow money and issue evidences of indebtedness in furtherance of any or all of the objects of its business; to secure the same by mortgage, pledge or other lien.
- D. To receive, by testamentary disposition, or otherwise, and administer funds, property, bonds, stocks, obligations or other securities in furtherance of any or all of the objects of its business.
- E. To enter into any kind of activity, and to perform and carry out contracts of any kind necessary or in connection with, or incidental to the accomplishment of any one or more of the charitable non-profit purposes of the corporation.

F. Without limitation or restriction upon any of the specified powers and purposes of the corporation, it shall have the power to engage in any permitted and lawful activity in furtherance of the purposes and objectives for which the corporation is established and as may be incidental, necessary, or convenient in connection with its purposes, objectives and business and which may be calculated indirectly or directly to further the intention and purposes and objectives of the corporation.

Notwithstanding any provision in the foregoing paragraphs which may be construed to the contrary, this organization shall not engage in any activity other than those necessary to carry out its purposes in a manner consistent with the requirements of Section 501(c) (3) of the Internal Revenue Code of 1954, as presently enacted or as hereafter amended, and other related sections of the law.

III

The address of the initial registered office of the corporation shall be South Dakota Aviation Hall of Fame, 633 11th Street, Spearfish SD 57783.

IV

The period of duration of corporate existence of this corporation is perpetual unless dissolved according to law. Corporate existence shall commence upon filing with the Secretary of State.

V

In addition to any officers or directors of the corporation, there is hereby designated as the initial registered agent of the corporation Ted J. Miller, whose post office address is 633 11th Street, Spearfish SD 57783.

VI

The corporation shall not have capital stock.

VII

The affairs of the corporation shall be managed by a Board of Directors, which Board shall consist of not less than three (3), nor more than twelve (12) members as may be determined by the Bylaws of the corporation from time to time. The names and addresses of those who are to serve as Directors until the election of their successors are as follows:

NAME /ADDRESS	
Ted J. Miller	633 11th Street Spearfish SD 57783
Rich Krogstad	221 Tinton Road Spearfish SD 57783
Howard Muchow	Box 481 Deadwood SD 57732

VIII

Members, directors and officers of this corporation shall not be liable for its corporate debts and neither shall the private property of any of such member, director or officer be liable for the corporate debts of this corporation.

IX

This corporation may hold any amount of real property, personal property or mixed classifications of property as may be necessary, or expedient for its welfare and the successful and adequate attainment of its purposes and objectives, and in event of the dissolution of this corporation, the entire net assets remaining after the payment of any and all liabilities and obligations of the corporation shall be distributed exclusively for the purposes of the corporation in such manner, or 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 1954 (or the corresponding provisions of any future United States Internal Revenue Law).

IN TESTIMONY WHEREOF, we have hereunto set our hands and seals
this 10th day of July , 1991.

Ted J. Miller

Rich Krogstad

Howard Muchow