

ARTICLES OF INCORPORATION
Of The
23rd INFANTRY REGIMENT TOMAHAWK ASSOCIATION

The undersigned, who is a citizen of the United States, desiring to form a Washington Non-Profit Corporation under Chapter 24.03 RCW, do hereby certify:

ARTICLE I: NAME

The name of this corporation shall be 23rd INFANTRY REGIMENT TOMAHAWK ASSOCIATION.

ARTICLE II: DATE OF INCORPORATION

Upon filing with the Washington State Secretary of State

ARTICLE III: DURATION

The corporation shall exist in perpetuity

ARTICLE IV: PURPOSES

The corporation is formed exclusively as a veterans' organization with the following purposes:

To promote morale and high esprit de corps among members of the regiment, provide opportunities and facilities uniting past and present members of the regiment in a program dedicated to the preservation of traditions and history of the 23rd Infantry Regiment.

ARTICLE V: DISCLAIMER

The corporation will not provide pecuniary gain or profit, direct or indirect, to its members. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 IV hereof. 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VI: MEMBERSHIP

1. Membership is open to any eligible person. There is no limit on the number of members. Members will pay dues and comply with the Constitution and By-Laws.
2. The classes of membership are Regular, Associate and Honorary.
3. The types of membership are Life and Annual.
4. ELIGIBILITY FOR REGULAR MEMBERSHIP: Present or prior honorable service with the 23rd Infantry Regiment or units attached or supporting the 23rd Infantry Regiment.
5. ELIGIBILITY OF ASSOCIATE MEMBERS: Spouse, parents, children or siblings of any person eligible for regular membership, and any person with a special interest in or an affinity for the 23rd Infantry Regiment.
6. ELIGIBILITY FOR HONORARY MEMBERSHIP: As granted by the Advisory Board to individuals interested in and/or supporting the 23rd Infantry Regiment who were not and/or are not members of the 23rd Infantry Regiment.

ARTICLE VII: DISSOLUTION

If the Association is dissolved, all assets on deposit and pending deposit at that time will be used to meet any outstanding debts, liabilities or obligations. The balance of these assets will be disposed of on one of more tax-exempt activities within the meaning of the Internal Revenue Code or the corresponding section of any future federal tax code, as outlined in Article III Purposes, as determined by the membership. All State and jurisdictions laws will be met during the dissolution process. Should liabilities exceed assets on dissolution, the members are individually liable on a pro-rated basis.

ARTICLE VIII: AMENDMENTS

These Articles may be amended in accordance with law, provided that voting and quorum requirements specified for any action under any provision of these Articles shall apply also to any provision of the amendment and not impair or dilute the rights of members as defined by the Association Constitution.

ARTICLE IX: INITIAL DIRECTORS

The names and addresses of the initial directors who are to serve as directors until the election of their successors at the first annual Association meeting in September 2013 are:

John Blue	9400 Cook Court NE Olympia, WA 98516
Cliff Pederson	5902 South 232nd Court Kent, WA 98032
Mike Robinson	17320 85th Avenue Court E Puyallup, WA 98375
Alan Russell	2646 Delphi Road SW Olympia, WA 98512

ARTICLE X: REGISTERED AGENT AND OFFICE

The initial registered agent is Mike Kendall; the address of the initial registered office of the corporation is 5403 87th Avenue Court West, University Place, WA 98467

CONSENT TO SERVE AS REGISTERED AGENT:

I consent to serve as Registered Agent in the State of Washington for the above named corporation. I understand it will be my responsibility to accept Service of Process on behalf of the corporation; to forward mail to the corporation; and to immediately notify the Office of the Secretary of State if I resign or change the Registered Office Address.

Signature of Registered Agent	Printed Name	Date
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ARTICLE XI: INCORPORATOR

The incorporator is Mike Kendall, 5403 87th Avenue Court West, University Place, WA 98467.

This document is hereby executed under penalties of perjury, and is, to the best of my knowledge, true and correct.

Signature of Incorporator	Printed Name/Title	Date	Phone
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