

## **ARTICLES OF INCORPORATION OF A TAX-EXEMPT**

### **Green Valley MOAA Scholarship and Military Assistance Fund**

1. Name: The Name of the Corporation shall be “Green Valley MOAA Scholarship and Military Assistance Fund.”

2. Purpose: The general purposes for which the corporation is to operate exclusively for educational and charitable purposes as will qualify it as an exempt organization under 501(c)(3) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax law, including for such purposes as the making of distributions to organizations which qualify as tax exempt under that Code.

3. Character of Affairs: The character of the affairs of the corporation will be to solicit and accept donation of monies and merchandise and to engage in fund raising activities to provide scholarships to qualified high school students enrolled in Junior Reserve Officer Training Candidate (JROTC) programs to enable the receipt to attend an accredited institution of higher education, to provide awards to successful JROTC students, and to provide assistance to military service members, military veterans, and their families who are in distress and in need.

4. No part of the net earning of the 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 the purposes set forth in Article 2. 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 any candidate for public office. Notwithstanding any other provision of these 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 of 2004 (or the corresponding provision of any future United States Internal Revenue Law) or: (b) by a corporation, contributions to which are deductible under Section 501(c)(3) of the Internal Revenue Code of 2004 (or the corresponding provisions of any future United States Internal Revenue Laws).

5. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all its assets exclusively for the purposes of the corporation in such a manner, or to such organizations organized and operated exclusively for charitable, educational, religious or scientific purpose as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 2004 (or the corresponding provision of any future United States Internal Revenue Laws) as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the Superior Court of the county in which the principle office of the corporation is then located,

exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.

6. The power of indemnification under the Arizona Revised Statutes shall not be denied or limited by the bylaws.

7. Board of Directors: The initial board of directors shall consist of five (5) directors. The five directors shall be the incumbent officers of the Military Officers Association of Green Valley who are the President, Vice President, the Treasurer, the JROTC Committee Chair, and the Immediate Past President. The names and addresses of the persons who are to serve as the directors until their successors are selected and qualified are:

Steven P. Abel  
2653 E. Barclay Ct.  
Green Valley, AZ 85614

Lynda Linker  
1675 W. Twin Buttes Rd.  
Sahuarita, AZ 85629

Daniel H. Holter  
1493 W. Belfry Ct.  
Green Valley, AZ 85614

John H. Rychener  
2760 W. Via Del Bac  
Green Valley, AZ 85614

John J. Chernoski  
2009 E. Oak Hill Place  
Green Valley, AZ 85614

The subsequent directors of the corporation shall be the then incumbent President, Vice President, Treasurer, JROTC Committee Chair, and Immediate Past President of the Military Officers Association of Green Valley. The number of persons to serve on any subsequent board of directors and their qualifications may also be fixed by the Bylaws.

8. Known Place of Business: (In Arizona) The street address of the know place of business of the Corporation is:

2009 East Oak Hill Place, Green Valley, AZ 85614

9. Statutory Agent: (In Arizona) The name and address of the statutory agent of the Corporation is:

John J. Chernoski  
2009 East Oak Hill Place  
Green Valley, AZ 85614

10. Incorporators: The name and address of the incorporator is:

John J. Chernoski  
2009 East Oak Hill Place  
Green Valley, AZ 85614

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.

11. X Check this box, if this provision will apply to your corporation.

DISCRIMINATION: The Corporation will not practice or permit discrimination on the basis of sex, race, national origin, religion, physical handicap or disability.

12. MEMBERS (Check One)

The corporation  will have members X will not have members.

Executed this \_\_\_\_ day of February, 2008 by the incorporator.

Signed: \_\_\_\_\_  
(John J. Chernoski)

PHONE: (520) 625-3909      FAX: (520) 625-3112

**Acceptance of Appointment By Statutory Agent**

The undersigned hereby acknowledges and accepts the appointment as statutory agent of the above-named corporation effective this \_\_\_\_\_ day of February, 2008.

Signed \_\_\_\_\_  
(John J. Chernoski)