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State of Wisconsin
Department of Financial Institutions
Division of Corporate and Consumer Services

ARTICLES OF INCORPORATION - NONSTOCK CORPORATION

Executed by the undersigned for the purpose of forming a Wisconsin nonstock corporation under Ch. 181 of the Wisconsin Statutes, repealed and recreated by 1997 Wisconsin Act 79:

Article 1. Name of the Corporation: Wisconsin Heritage Canoe Museum Inc.

Article 2. The corporation is organized under Ch. 181 of the Wisconsin Statutes.

Article 3. Name of the initial registered agent: Mike Johnson

Article 4. Street address of the initial registered office: PO BOX 365, 312 Front Street
Spoooner, WI 54801

Article 5. Mailing address of the initial principal office: PO BOX 365, 312 Front Street
Spoooner, WI 54801

Article 6.

The corporation will have members. OR The corporation will not have members

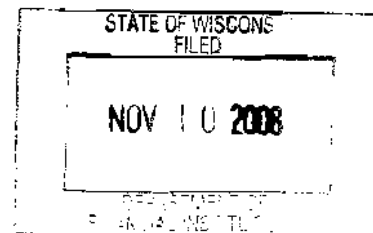
Article 7. Name and address of the initial directors (minimum of three):

Mike Johnson
1401 Oakwood Drive
Spoooner, WI 54801

Mort Dahl
234 Walnut Street
Spoooner, WI 54801

Branda Thwaits
817 Walter Street
Spoooner, WI 54801

Les Thornburg
7164 W. Green Valley Road
Spoooner, WI 54801



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W.C. 54233

Tom Bitney
225 Walnut Street
Spooner, WI 54801

Allan Craig
C/O SOEI
1411 Ellis Ave.
Ashland, WI 54846

Jamie Dunn
614 Franklin Street
Spooner, WI 54801

Jamie Moraes
Johnson Bank
526 River Street
Spooner, WI 54801

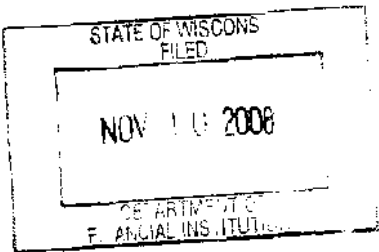
Jed Malischke
W8864 Fox Road
Spooner, WI 54801

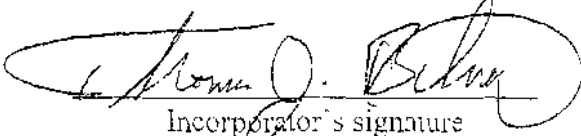
Article 8. The purpose or purposes for which the corporation is organized.

The 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 Federal Tax Code.

Article 9. Name and complete address of each incorporator:

Thomas J. Bitney
225 Walnut Street
PO BOX 488
Spooner, WI 54801




Incorporator's signature

Article 10. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its member, 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 above Article 8. No

substantial part of the activities 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, 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 section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(e)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code. 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 11. 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 state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in 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 operated exclusively for such purposes.

This document was drafted by Thomas J. Bitney, Bitney Law Firm, Ltd.

ARTICLES OF INCORPORATION

Nonstock Corporation

Mike Johnson
1401 Oakwood Drive
Spooner, WI 54801

◆ **Your name, return address and phone number during the day:** (715) 635-5129