

of directors shall be specified by the by-laws. Directors must be active members of the corporation.

- B. The name of the first five directors of the corporation and their mailing addresses are as follows:

Name	Address
James L. Cheatham	Rt. 1, Box 458, Sarepta, LA 71071
Delton E. Edwards	606 5th St. N.E., Springhill, LA 71075
Harold L. Stevens	116 Hortman Drive, Springhill, LA 71075
Val E. Marshall	602 7th S.E., Springhill, LA 71075
William P. Sale	Rt. 1, Box 98A, Springhill, LA 71075

- C. The above named first directors shall serve until the 2nd Tuesday in December 1991, or until such later time as their successors are duly chosen and qualified. Thereafter directors shall hold office for such period of time as shall be specified in the by-laws.

#### ARTICLE IX. RESIGNATION

A member may resign from this corporation at any time provided written notice of such intention is given. The procedure and time for giving notice of resignation shall be established by the by-laws.

#### ARTICLE X. BY-LAWS

The members of the directors shall have the power to make, amend and repeal by-laws to govern this corporation, subject always to the power of the members to change the action of the directors.

ARTICLE XI.  
AMENDMENTS

Amendments to these Articles may be adopted in any of the following fashions:

- A. The Board of Directors shall submit to a meeting of the membership any proposed amendment proposed by the Board, or any designed by ten (10) active members of the corporation. Notice of the proposed amendment, together with notice of the time and place of the meeting which shall consider it, shall be given to members in the manner provided for calling meetings of the membership as stated in the club constitution. Should such proposed amendments, or any amendment germane thereto, be adopted by a two-thirds vote of the members present and voting at such meeting constituting a quorum, the amendment shall be considered adopted.
  
- B. A proposed amendment or amendments may be adopted in any other fashion permitted by the Louisiana Non-Profit Corporation Law.

ARTICLE XII.  
INCORPORATIONS

The names and addresses of the incorporators of this corporation are as follows:

Name	Address
James L. Cheatham	Rt. 1, Box 458, Sarepta, LA 71071
Delton E. Edwards	606 5th St. N.E., Springhill, LA 71075
Harold L. Stevens	116 Hortman Drive, Springhill, LA 71075
Val. E. Marshall	602 7th S.E., Springhill, LA 71075

ARTICLE XII  
DISTRIBUTION OF ASSETS ON DISSOLUTION

Should this corporation ever be dissolved, or should its existence terminate, all the assets of the corporation shall be distributed only to organizations exempt from income tax under the provisions of Section 501 (D) (E) under the Internal Revenue Code of 1954, or to the Federal, State, or Local Government for a public purpose. No part of the assets of the association shall ever be distributed to or used for the benefit of any member, trustee or officer of the association, or any private individuals or corporations.

THUS DONE AND SIGNED in triplicate originals, in my office in the City of Springhill, Parish of Webster, Louisiana, on the day, month and year hereinabove set forth, in the presence of the undersigned competent witnesses and me, Notary, after due reading of the whole.

Witnesses:

David Smith  
W. Higginbotham

James L. Cheatham  
James L. Cheatham

Delton E. Edwards  
Delton E. Edwards

Harold L. Stevens  
Harold L. Stevens

Val E. Marshall  
Val E. Marshall

William P. Sale  
William P. Sale

Barbara L. Stroud  
Notary Public

My commission expires at death

(DOMESTIC/FOREIGN)

**AFFIDAVIT OF ACCEPTANCE OF APPOINTMENT  
BY DESIGNATED REGISTERED AGENT  
ACT 769 OF 1987**

To the State Corporation Department  
State of Louisiana

STATE OF Louisiana

PARISH/COUNTY OF Webster

On this 24th day of May, 19 91, before me, a Notary Public in and for the State and Parish aforesaid, personally came and appeared William P. Sale, who is to me known to be the person, and who, being duly sworn, acknowledged to me that he does hereby accept appointment as the Registered Agent of Springhill Amateur Radio Club, Inc. which is a Corporation authorized to transact business in the State of Louisiana pursuant to the provisions of the Title 12, Chapter 1, 2 and 3.

  
REGISTERED AGENT

Subscribed and sworn to before  
me on the day, month, and year  
first above set forth

  
NOTARY PUBLIC

NOTE: If the Agent is a Corporation authorized to act as an agent then the affidavit must be executed by an officer of the corporation.

BY-LAWS  
OF  
SPRINGHILL AMATEUR RADIO CLUB, INC.

I  
DUES

- A. There will be no admission fee.
- B. Annual dues shall be set by the Membership.
- C. Dues are payable September 1 and should be paid by October 1 for the fiscal year ending September 30. Dues payable to the club treasurer.

II  
BOARD OF DIRECTORS

- A. The Board of Directors shall be the Officers of the Club (President, Vice-President, Secretary, Treasurer) and One Member at Large.
- B. All directors of the club shall be elected at the Annual Meeting in December. Term of office shall be one year. Member must hold a valid Amateur License to be eligible to hold an office of Director.

III  
DUTIES OF OFFICERS/DIRECTORS

- A. President: Shall preside at all meeting, and be ex-office member of every committee.
- B. Vice-President: In absence of President, the Vice-President shall assume his duties.
- C. Secretary: Shall keep minutes of all meetings, carry on all Club correspondance, keep and maintain a current membership roll showing name, address, call, phone number and license

class of all members.

- D. Treasurer: Shall be custodian of all papers, records and funds belonging to the Club and shall keep accurate records of his accounts. Except for such expenditures as are necessary for the conduct of his office, he shall expend no funds unless authorized by the membership.

IV  
PROCEDURE FOR RESIGNATION

- A. Notice of resignation may be given in writing at anytime to the President of the Club, or verbally at any regular meeting.

VI  
MEETINGS

- A. Regular: Shall be held the second Tuesday night of each month at 7:00 p.m. in the Club room.
- B. Annual: Shall be held at the regular monthly meeting in December.
- C. Special: May be called by the President at anytime with three days advance notice to the membership stating the agenda. Only matters so stated in calling a special meeting may be brought up, unless unanimous concensus of those present and voting is obtained.

VII  
AUDIT

- Audit: The President will appoint an internal audit committee to audit the books for the end of each year.