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RESTATED ARTICLES OF INCORPORATION
OF
THE IOWA ORNITHOLOGISTS' UNION

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SECRETARY OF STATE

TO THE SECRETARY OF STATE OF THE STATE OF IOWA:
Pursuant to the provisions of Section 39 of the Iowa Nonprofit Corporation Act, the undersigned corporation adopts the following Restated Articles of Incorporation:

- I. The name of the corporation is The Iowa Ornithologists' Union.
- II. The corporation shall have perpetual duration.
- III. A. The purposes for which the corporation is organized are: to encourage interest in the identification, study, and protection of birds and to unite all those persons who have this interest in common.

B. Said corporation is organized exclusively for 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law).
- IV. A. 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 III hereof.

B. 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.

C. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by the corporation exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).
- V. 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 of the assets of the corporation 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 provision

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of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of the assets not so disposed of shall be disposed of by the District Court 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.

VI. These restated articles of incorporation: (1) correctly set forth the provisions of the articles of incorporation as heretofore and hereby amended; (2) have been duly adopted as required by law; and (3) supersede the original articles of incorporation of the corporation and all amendments thereto.

Dated November 15, 19 86

THE IOWA ORNITHOLOGISTS' UNION

By Carl J. Bendorf
Carl J. Bendorf

Its President

and Ann M. Barker
Ann M. Barker

Its Secretary

STATE OF Iowa
COUNTY OF Blackhawk..

OFFICE OF THE SECRETARY OF STATE DES MOINES, IOWA			
This instrument recorded in Book	—	Page	— <u>March 18 19 87</u>
Expires	<u>Perp.</u>	Cert. No.	<u>C 065750</u>
Filed by	<u>Carl J. Bendorf, 825-7th Que. Iowa City, Ia.</u>		
Filing Fee	<u>20.00</u>	Recording Fee	<u>Elmer Bates 52240</u>
Secretary of State			

I, Carl J. Bendorf, being first duly sworn on oath, depose and state that I am the President of The Iowa Ornithologists' Union, that I executed the foregoing Restated Articles of Incorporation as such officer of the corporation and that the statements contained therein are true.

Carl J. Bendorf
Carl J. Bendorf

Subscribed and sworn to before me this 15th day of NOVEMBER, A.D. 1986

Francis L. Spore
Francis L. Spore
Notary Public in and for Iowa