

STATE OF OHIO
DEPARTMENT OF STATE



TED W. BROWN
SECRETARY OF STATE

E0295-0055 RECEIPT NO. 34387

DATE 7/14/77

501176
NUMBER

E295-0055 016

RECEIVED OF
OR FILED BY OHIO-ERIE ROTARY YOUTH ETC.

THE SUM OF \$ 25.00 FOR FILING ARN OF

THE OHIO-ERIE ROTARY YOUTH EXCHANGE PROGRAM, DISTRICTS 660,663,665,667,
669, INC.

RETURNED TO: 34387
OHIO-ERIE ROTARY YOUTH ETC.
ATT: P.E. PAULSON
MASSILLON MUNICIPAL CT.
MASSILLON, OH 44646

ARN \$ 25.00

TOTAL FEE \$ 25.00

NAME:

THE OHIO-ERIE ROTARY YOUTH EXCHANGE PROGRAM, DISTRICTS 660,663,665,667,
669, INC.

E0295-0056



TED W. BROWN
Secretary of State

Certificate

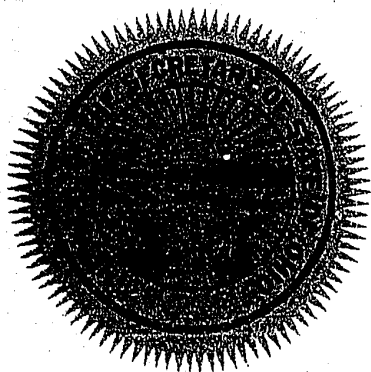
501176

It is Hereby Certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous Filings; that said records show the filing and recording of: ARN OF THE OHIO-ERIE ROTARY YOUTH EXCHANGE PROGRAM, DISTRICTS 660, 663, 665, 667, 669, INC.

United States of America
STATE OF OHIO
Office of the Secretary of State

Recorded on Roll E295 at Frame 0057 of the
Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State, at the City of
Columbus, Ohio, this 13TH day of JULY, A. D. 1977



TED W. BROWN
Secretary of State

E0295-0057

501176

^{YOUTH}
THE OHIO-ERIE ROTARY EXCHANGE PROGRAM,
~~ROTARY~~ DISTRICTS 660 - 663 - 665 - 667 - 669, INC.

ARTICLES OF INCORPORATION
AND CONSTITUTION

APPROVED *Er*

By.....

Date... 7/13/77

Amount... 25.00

ARTICLE I:

THE NAME

Section 1:

The name of this organization shall
be the Ohio-Erie Rotary Youth Exchange
Program, Districts 660, 663, 665, 667,
669.

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Section 2: Membership will pass from retiring District Governors, District Chairmen, and Contacts, to newly appointed District Governors, District Chairmen, and Contacts, except as provided under Sections 3 and 4.

Section 3: Associate Membership may be extended to other Districts on a probationary basis with all conditions applicable exclusive of voting rights.

Section 4: TERMINATION OF MEMBERSHIP

- A. A member can terminate his Membership by giving written notification to the Secretary of the Ohio-Erie Rotary Youth Exchange Program, Districts 660, 663, 665, 667, 669, Inc., which shall become effective as of the first day of January immediately following such notification.
- B. A District Governor's, Chairman's, and Contact's Membership can be terminated by a vote of the other Members (75 per cent agreeing) for failure to comply with the Constitution and By-Laws.

ARTICLE IV: CONTROL

Section 1: This organization shall be under the control of a Board composed of the current District Governors of each participating District, a Youth Exchange Officer, delegated by the District Governors, and Contacts, approved by their respective District Governors.

Section 2: The Chairman of that Board shall be the current District Governor of the District which will host the upcoming stated meeting of the Members.

ARTICLE V: MEETINGS

Section 1: The Members shall hold two (2) stated meetings each year: One in July, the other in January.

Section 2: The Secretary shall have the authority to call special meetings of the Members as he deems necessary. At least two (2) weeks notice, to each Member, shall be required prior to the date of such special meeting.

ARTICLE VI: ADMINISTRATION

Section 1: The Members shall elect a Secretary, a Deputy Secretary, a Recording Secretary and Treasurer. These Administrative Officers, who shall be Rotarians, need not be Members of the Organization.

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Section 2: The term of these Officers shall be two (2) years.

Section 3: The election of Officers shall be held during the stated January Meeting. Elected Officers will assume office on the following July First (1st).

ARTICLE VII: AMENDMENTS

Section 1: This Constitution may be amended at either of the two (2) annual stated meetings by a vote of the Members (75 per cent agreeing), a quorum being present.

Section 2: Any Member or Officer has the right to propose an amendment to this Constitution provided it is in harmony with this Constitution and By-Laws of Rotary International.

Section 3: The proposed amendment shall be submitted in writing to the Secretary, three (3) months prior to the next stated meeting. The Secretary shall cause any such proposed amendment to be circulated, in writing, to all Members at least thirty (30) days prior to the stated meeting.

ARTICLE VIII:

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 Two 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 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) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IX:

Upon the dissolution of the corporation the Board of Trustees shall, after paying the provision for the payment of all of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner,

or to such organization or organizations, as shall be determined by the Board of Trustees, shall be operated exclusively for charitable, educational, religious, or scientific purposes and shall not qualify as an exempt organization under Section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of the United States Internal Revenue Law) as such shall be determined by the Board of Trustees. Any such organization shall be disposed of shall be disposed of by the Board of Trustees of the county in which the principal office of the corporation is then located, except for such purposes or to such organizations, as said Court shall determine. Any such organization shall be organized and operated exclusively for such purposes.

ARTICLE X: The place in this State where the principal office of the corporation is to be located is in the City of Massillon, Stark County.

ARTICLE XI: The names and addresses of the persons who are the initial members of the corporation are as follows:

NAME

ADDRESS

William H. Stull
William H. Elliott
Paul E. Paulson
Robert Bextel
Howard Zerkle
Curt Bashor
Wm. J. Ryall
Harold Johnson
Bill Broadbent
Dr. Wm. Gable
C.Wm. Hulbert
Rudolph Bender
Dick Elliott
Dr. O.K. Brown
Joe Aguiar
Rick Williamson
Art Johnson
Oscar G. Darlington
Lawrence J. Ellert
James Neff
Arthur F. Vollmer
T.D. Griley

North Canton 332 W. Maple Street
Minerva 805 Lynwood Dr.
Massillon Massillon Municipal Court
Dayton 2053 Lynn Park
Willard 607 Myrtle Ave.
Farm 2100 Winterpark Dr.
North Canton 1301 Seaside N. O.
Mt. Vernon 1015 E. High St.
Chesterland 10440 Wye Rd.
Tipp City 70 West Spry Rd.
Hubbard 1085 West Liberty St.
Hubbard 1406 Youngstown Rd.
Alliance 984 Mill Circle
Dover 400 Walnut St.
East Palestine 141 West North Ave.
Xenia 794 Saxony Dr.
Cincinnati 7345 Drake Rd.
Ada Box 83
Cleveland 2169 South Overland Rd.
Cincinnati 46 South Broad
Miamisburg Box 82
Newark 39 South Fourth

IN WITNESS WHEREOF we, at least three (3) of the above members, have hereunto subscribed our names, this 13 day of June 1977.

[Handwritten signatures]

The undersigned, being at least a majority of the
members of THE OHIO-ERIE ROTARY YOUTH EXCHANGE PROGRAM,
DISTRICTS 660, 663, 665, 667, 669, INC. hereby appoint RICHARD
C. GRIFFIN, a natural person resident in the county in which the
Corporation has its principal office, a corporation having a
business address in the county in which THE OHIO-ERIE ROTARY
YOUTH EXCHANGE PROGRAM, DISTRICTS, 660, 663, 665, 667, 669, INC.
has its principal office, upon whom any process, notice or
demand required or permitted by statute to be served upon the
Corporation may be served. His complete address is:
44601
984 Mill Circle, Alliance, Stark County, Ohio.

THE OHIO-ERIE ROTARY YOUTH EXCHANGE
PROGRAM, DISTRICTS 660, 663, 665,
667, 669, INC.

Caul E. Paulson

Richard Griffin X

Alliance, Ohio

June 17, 1977

THE OHIO-ERIE ROTARY YOUTH EXCHANGE
PROGRAM, DISTRICTS 660, 663, 665,
667, 669, INC.

Gentlemen, I hereby accept appointment as agent of your
Corporation upon whom process, tax notices or demands may be
served.

THE OHIO-ERIE ROTARY YOUTH EXCHANGE
PROGRAM, DISTRICTS 660, 663, 665,
667, 669, INC.

Richard Griffin X