

ARTICLES OF ASSOCIATION
ALASKA PIONEER FRUIT GROWERS ASSOCIATION

MAR - 9 1994

Articles of Association of the undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit association under the Non-Profit Corporation Laws of Alaska, do hereby certify:

Department of Commerce
and Economic Development

First: The name of the association shall be the Alaska Pioneer Fruit Growers Association (APFG Assoc.) The duration is perpetual.

Second: The place in this state where the principal office of the association is to be located is within the Municipality of Anchorage, Alaska.

Third: Said association is organized exclusively for charitable, 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.

Fourth: The names and addresses of persons who are both the trustees and the directors of the association are as follows: These are also the incorporators.

Name: Erik Simpson,
Address: 7225 Blackberry Street
Anchorage, Alaska 99502

Name: Robert Boyer
Address: P. O. Box 9-1376
Anchorage, Alaska 99509

Name: Pam Warner Registered Agent
Address: 7000 Viburnum Drive Registered Address
Anchorage, Alaska 99507

Name: Delphine Simpson
Address: 7225 Blackberry Street
Anchorage, Alaska 99502

Name: River Bean
Address: P. O. Box 9043
Palmer, Alaska 99645

Fifth: No part of the net earnings of the association shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the association 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 Third thereof. No substantial part of the activities of the

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association shall be the carrying on of propaganda, otherwise attempting to influence legislation, and the association 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 association 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 (c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Sixth: Upon the dissolution of the association, assets shall be distributed to the paid members of the association (APFG Assoc.). Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the municipality in which the principal office of the association 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.

In witness thereof, we have hereunto subscribed our names as of this 30th day of November, 1993.

Ed J. Simpson
President

Robert Boyer
Vice President

Sam Warner
Secretary

Ed Simpson
Treasurer

Rigm Beer
Member at Large

Annella Jan Hardy
Notary Public
My commission expires: 9/6/97

Kevin M. New
Notary Public
My commission expires: 8-15-94