

**ARTICLES OF INCORPORATION  
OF  
LINCOLN NORTH STAR PERFORMING ARTS BOOSTERS**

Pursuant to the provisions of the Nebraska Nonprofit Corporation Act, the following are adopted as the Articles of Incorporation of Lincoln North Star Performing Arts Boosters:

**Article I. Name**

*The name of the Corporation is "Lincoln North Star Performing Arts Boosters"*

**Article II. Purposes**

The Corporation is a public benefit corporation and is organized exclusively for charitable, religious, scientific, literary, and educational purposes, and the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code.

**Article III. Powers**

Subject to such limitations and conditions as are herein prescribed or may be prescribed by law, the Corporation shall have and exercise all powers which are now or hereafter may be conferred by law upon a corporation organized under the Nebraska Nonprofit Corporation Act, which are necessary or incidental to enable the Corporation and its officers, directors and employees to carry out its purposes, but subject in any event to the limitation and condition that, notwithstanding any other provision of these Articles of Incorporation or any other authorization conferred upon this Corporation by law, only such powers shall be exercised as are in furtherance of the tax exempt purposes of the Corporation and as may be exercised by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.

**Article IV. Duration**

The corporation shall have perpetual duration.

**Article V. Tax Exemption Requirements**

- A. The corporation is organized and operated exclusively for the purposes set forth in Article II herein. The Corporation shall have no capital stock and shall declare no dividends.
- B. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, members, trustees, officers or other private persons (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes); and no member, trustee, director, officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.
- C. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements on behalf of any candidate for public office).

## **Article VI. Restrictions on Private Foundations**

Notwithstanding any other provision in these Articles, if this corporation is deemed or determined to be a "private foundation" within the meaning of section 509 of the Internal Revenue Code, then this corporation shall be subject to the following limitations and restrictions:

1. The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
2. The corporation shall not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
3. The corporation shall not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
4. The corporation shall not make any investment in such manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
5. The corporation shall not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

## **Article VII. Members**

The corporation shall have no members.

## **Article VIII. Registered Office and Agent**

The street address of the initial registered office of the corporation is Lincoln North Star High School, 5801 North 33<sup>rd</sup> Street, Lincoln NE 68504. The name of the initial registered agent at such address is Rob Salistean, Director of Bands

## **Article IX. Incorporators**

The name and address of the incorporator of the corporation is:

John M Rood  
5211 NW 6<sup>th</sup> St.  
Lincoln NE 68521

## **Article X. Distribution Upon Dissolution**

Upon the dissolution of the corporation, its assets shall be distributed for one or more exempt purpose(s) within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a 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 such court shall determine, that are organized and operated exclusively for such purposes.

### **Article XI. Limited Liability of Directors and Officers**

The Corporation shall indemnify its directors, officers and employees to the full extent permitted by Sections 96 to 104 of the Nebraska Nonprofit Corporation Act, for liabilities and expenses incurred by reason of such individual being made a party to a proceeding because the individual is or was a director, officer or employee of the Corporation. The power of indemnification under the laws of the State of Nebraska shall not be denied or limited by the bylaws.

The officers and directors shall not be individually liable for the corporation's debts or other liabilities, and the private property of such individuals shall be exempt from any corporate debts or liabilities.

### **Article XII. Amendments**

Amendments to these Articles of Incorporation may be made by a resolution adopted by a majority of the board of directors of the corporation.

Dated July 8, 2013

  
John Rood, Incorporator

STATE OF NEBRASKA ♦ SECRETARY OF STATE'S OFFICE  
1445 "K" STREET • STATE CAPITOL SUITE 1301 • LINCOLN, NE • 68509  
BUSINESS SERVICES DIVISION

CORPORATIONS

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UNIFORM COMMERCIAL CODE

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**JOHN A. GALE**  
Secretary of State

[www.sos.state.ne.us](http://www.sos.state.ne.us)

LISA ROOD  
5211 NW 6TH ST.  
LINCOLN, NE 68521

July 8, 2013

**ACKNOWLEDGEMENT OF FILING**

The document(s) listed below were filed with the Nebraska Secretary of State's Office, Corporation Division. A label has been affixed to each filing signifying the filing stamp for the Nebraska Secretary of State's Office, Corporation Division. This filing label indicates the date and time of the filing and also references a document number that can be used to reference this filing in the future.

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**ACKNOWLEDGEMENT OF FILING FEES RECEIVED**

Action/Service	Company/Entity Name	Fee Received
Articles Perpetual	LINCOLN NORTH STAR PERFORMING ARTS BOOSTERS	10.00
Per Page Charge	LINCOLN NORTH STAR PERFORMING ARTS BOOSTERS	15.00
	Total Fees Received	\$25.00

Travis Wilson  
Filing Officer