



**ARTICLE V  
MEMBERSHIP**

Only those members in good standing holding a valid Amateur Radio Operator's License issued by the Federal Communications Commission or its successor organization shall be entitled to full voting membership subject to the provisions of the by-laws.

Associate membership shall be bestowed upon those persons not possessing a valid Amateur Radio license without voting privileges subject to the provisions of the by-laws.

**ARTICLE VI  
CORPORATE ACTIONS**

Any corporate action of the members, including specifically but not by way of limitation, adoption of amendments to the articles, and approval authorization of voluntary disposition of all or substantially all of the corporate assets, may be taken on an affirmative vote of the majority of the members present at a meeting of the membership. There shall be no proxy voting permitted in any form what so ever, each member must be present and shall only vote once on each question posed to the membership and/or board of directors.

**ARTICLE VII  
NON PROFIT INUREMENT OF CORPORATION**

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 and use any and all property, movable or immovable to carry out the purposes of this corporation. In furtherance of the purposes set forth in Article Two (2) hereof.

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)(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.

Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

Cash, property or other assets of the corporation shall not inure to the benefit of any member, director, or officer of the said corporation, except that the corporation is empowered to make payments and distributions to carry out the purposes of this corporation. If should this corporation be dissolved or liquidated, then all assets shall inure only to another Non-Profit Corporation eligible to receive such distributions.

**ARTICLE VIII  
BOARD OF DIRECTORS**

The First Board of Directors is:

<b>NAME</b>	<b>ADDRESS</b>	<b>CITY</b>	<b>STATE</b>	<b>TERM OF OFFICE</b>
1. JOHN S. WELCH,	1607 CHANTILLY,	HOUMA,	LA 70360	1YR
2. MICHAEL J. ROBICHAUX,	318 ST. ANTHONY,	RACELAND,	LA 70394	1YR
3. DONALD M. BARDWELL,	705 EDGEWOOD DRIVE,	THIBODAU,	LA 70301	1YR

**ARTICLE IX  
BY-LAW FORMATION**

The Members or Board of Directors has authority to make, alter and repeal the By-laws to govern this corporation, subject always to the power of the membership to change or challenge the actions of the directors.

**ARTICLE X  
OFFICERS**

The First Officers are:

<b>NAME</b>	<b>ADDRESS</b>	<b>CITY</b>	<b>STATE, ZIP</b>	<b>OFFICE</b>
1. RICHARD BARRETT,	4140 SOUTHDOWN MANDALEY RD.,	HOUMA,	LA 70360	PRESIDENT
2. MICHAEL J. ROBICHAUX,	318 ST. ANTHONY,	RACELAND,	LA 70394	V. PRES.
3. RON NELSON,	307 LOUIS ST,	HOUMA,	LA 70361	SECRETARY
3. DONALD M. BARDWELL,	705 EDGEWOOD DRIVE,	THIBODAU,	LA 70301	TREASURER

**ARTICLE XI  
COMMITTEES**

Committees shall be formed as contained in the by-laws with members of the committees being appointed by provided in the by-laws and confirmed by a majority vote of the voting members present at a regular or special meeting.

**ARTICLE XII  
POLITICS PROHIBITED**

This Corporation shall not, in any manner, participate in any political campaign on behalf of any candidate for any public office or any other question to be voted upon. This Corporation shall not, in any manner, engage in any political activity of any nature whatsoever.

No 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 or in opposition to any candidate for public office or question to be voted upon in any election.

**ARTICLE XIII  
SPECIAL MEETINGS**

The President, Secretary or Treasurer may call special meetings of the membership, or by a majority of the Board of Directors or upon the written request of the membership forming an aggregate twenty (20%) Per Cent of the total voting power of this corporation. In a declared emergency by Federal Government, State Government or Parish Government meeting may be called and carried out electronically with a full rendition of the matters discussed, votes taken and actions taken to carry out decisions agreed upon. Such meeting (s) shall be entered into the minutes of the corporation and approved as with any regular meeting.

**ARTICLE XIV  
HYPOTHECATION PROHIBITION**

The corporation shall not issue any obligations, notes or bonds.

**ARTICLE XV  
REMOVAL OF OFFICER/DIRECTOR**

Any director and/or officer may be removed from office only by a vote of three-fourths (3/4) of the total voting members present at a duly called meeting after said question of removal shall be moved for a vote at a meeting duly called at least (30) Thirty Days before such question shall be considered.

**ARTICLE XVI  
OFFICER SERVING AS DIRECTORS**

The Officers of this Corporation shall also be Directors of this Corporation. This is subject to the provisions of Article XVIII and the by-laws under the terms to fix their qualifications and classifications. Directors may be officers of the corporation.

**ARTICLE XVII  
POWERS, DUTIES AND ASSUMPTION OF THE OFFICE OF DIRECTOR**

The business and affairs of this Corporation shall be managed, and all the corporate powers thereof shall be vested in and exercised by Board of Directors, which shall be composed of not less than three (3) persons nor more than (9) Nine persons. The number of directors may be increased or decreased within the said limits by a majority vote of the Directors.

The Board of Directors shall have the authority to fix their own classifications, qualifications or terms of office and fix their compensation, subject to the power of the members to change or repeal the by-laws so made.

Unless or until provided in the by-laws, the Directors shall hold office until their successors have been duly elected and qualified, and the number, qualification, terms of office, manner of election, time and places of meetings and the duties of the directors shall be as from time to time fixed by the by-laws.

The remaining members of the said Board shall fill any vacancy occurring on the Board of Directors until a special election can be called as provided in the by-laws.

The general annual meeting of the membership for the election of Directors shall be held at the registered office of the corporation and shall take place on the First Monday in November of each year, beginning with the next year after the date of these Articles of Incorporation or the first day thereafter when such day is a legal holiday, unless or until otherwise provided by the by-laws.

The failure from any cause whatsoever to hold the annual meeting of the membership or the failure to elect Directors thereat, shall not dissolve the corporation but the Directors and Officers then in office shall remain in office until their successors have been duly qualified and installed.

#### **ARTICLE XVIII CORPORATE EXISTENCE**

The corporation shall have and enjoy corporate existence in perpetuity, or such maximum period as may be authorized by the Laws of Louisiana unless sooner dissolved in accordance with the law.

#### **ARTICLE XIX FEI**

Federal Employer Identification Number of this Corporation is:

**46-2923865.**

#### **ARTICLE XX REGISTERED OFFICE**

The registered office of this corporation is:

**705 EDGEWOOD DRIVE,  
PO BOX 143,  
THIBODAUX, LAFOURCHE PARISH, LOUISIANA 70302**

#### **ARTICLE XXI REGISTERED AGENTS**

The Registered Agent of this Corporation is:

**1. JOHN S. WELCH  
1607 CHANTILLY DR.  
HOUMA, TERREBONNE PARISH, LA 70360**


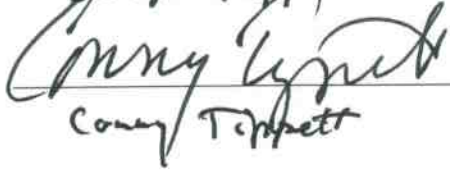
**2. MICHAEL J. ROBICHAUX  
318 ST. ANTHONY ST.  
RACELAND, LAFOURCHE PARISH, LA 70394**


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**ARTICLE XXII  
DISSOLUTION**

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, amended, 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 Parish 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.

**THUS DONE, PASSED and SIGNED**, in multiple originals, on the date hereinabove written, in the presence of the undersigned witnesses and the Incorporators and me, Notary after due reading of the whole.  
WITNESSES:

  
George Tippet  
  
Conroy Tippet

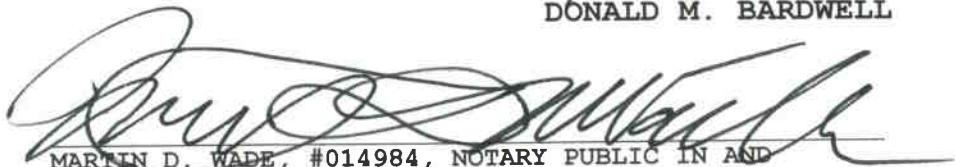
  
RICHARD BARRETT

  
MICHAEL J. ROBICHAUX

  
JOHN S. WELCH

  
RON NELSON

  
DONALD M. BARDWELL

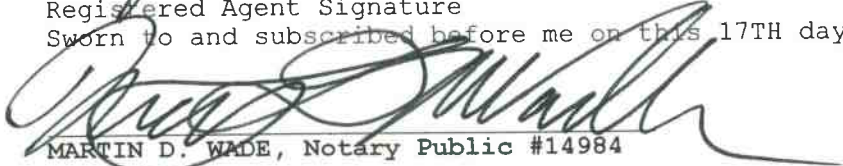
  
MARTIN D. WADE, #014984, NOTARY PUBLIC IN AND  
FOR THE PARISH OF LAFOURCHE DULY UTHORIZED FOR THE  
PARISH OF TERREBONNE AS PER LA R.S. 35:191 ET SEQ

THE STATE OF LOUISIANA  
THE PARISH OF TERREBONNE

AGENT'S AFFIDAVIT AND  
ACKNOWLEDGEMENT OF ACCEPTANCE

I HEREBY ACKNOWLEDGE AND ACCEPT THE APPOINTMENT OF REGISTERED AGENT  
FOR AND ON BEHALF OF **BAYOU REGION AMATEUR RADIO SOCIETY, INC.**


  
NAME: JOHN S. WELCH, 1607 CHANTILLY, HOUMA, LA 70360  
Registered Agent Signature  
Sworn to and subscribed before me on this 17TH day of JUNE, 2013.

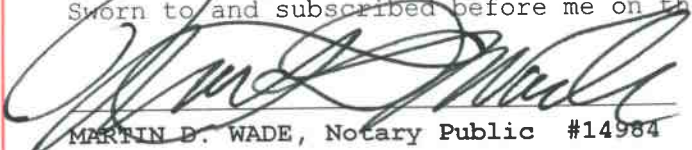
  
MARTIN D. WADE, Notary Public #14984

THE STATE OF LOUISIANA  
THE PARISH OF TERREBONNE

AGENT'S AFFIDAVIT AND  
ACKNOWLEDGEMENT OF ACCEPTANCE

I HEREBY ACKNOWLEDGE AND ACCEPT THE APPOINTMENT OF REGISTERED AGENT  
FOR AND ON BEHALF OF **BAYOU REGION AMATEUR RADIO SOCIETY, INC.**

  
NAME: MICHAEL J. ROBICHAUX, 318 ST. ANTHONY, RACELAND, LA 70394  
Registered Agent Signature  
Sworn to and subscribed before me on this 17TH day of JUNE, 2013.

  
MARTIN D. WADE, Notary Public #14984