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ARTICLES OF INCORPORATION OF

AMERICAN LOCAL HISTORY NETWORK, INC.

Jan 12 2 34 PM '06

The undersigned, acting as incorporator of the nonprofit corporation under the Idaho Nonprofit Corporation Act, adopt the following Articles of Incorporation for such nonprofit corporation.

Article I

The name of the corporation is AMERICAN LOCAL HISTORY NETWORK, INC.

Article II

The corporation is a nonprofit Public Benefit Corporation and is not organized for the private gain of any person. It is organized under the Idaho Nonprofit Public Benefit Corporation Act for charitable purposes. Such purposes for which the corporation is organized are exclusively charitable, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (below called "the Code") are for making freely available on the Internet to preserve, promote, gather, transcribe and study historical data for public research and educational needs. Notwithstanding any other provision of these articles, the corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code (or the corresponding provision of any future United States Internal Revenue Law).

Article III

The name and address of the corporation's initial agent for service of process is Jerry B Dill, 811 Tarry Drive, Emmet, Idaho 83617.

Article IV

The number of directors constituting the initial board of directors of the nonprofit corporation is nine. The name and address of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected shall qualify are:

Name	Street	City, State	Email
Jerry B. Dill	811 Tarry Drive	Emmet, Idaho 83617-3170	ind@troutquest.com
Lucy N. Dill	811 Tarry Drive	Emmet, ID 83617-3170	lnd@troutquest.com
Mary Hely Katzman	37 Lough Ave	Framingham, Massachusetts 01701	maryhly@mbhatzmannet.net
Carl C. Kater	312 Tyler Circle	Birmingham, AL 35226	ccater@home.com
William N. Olivas	1525 Birch Avenue	Mansfield, Ohio 44137-3036	wolivas@worldnet.att.net
Betsy Sellers	164 Basina Drive	Mt. Vernon, In 47620	1768-222000-06-01@att.net
David E. Waterman	PO Box 174	Chambers, NE 68723-0174	61412/2004-09-08 24 145 17 1837 21 2123
Jeffrey C. Weaver	1006 9th Street South	Arlington, Virginia 22204-3412	1 8 24 24 24 24 24 24 24 24
John G. West	1144 E. Elm	Evansville, IN 47714	aylinn@jevanville.net

Article V

If the corporation dissolves for any reason, any assets of the corporation remaining after compliance with Chapter 3, Title 30 of the Idaho Code shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3), Internal Revenue Code.

Article VI

- A. No substantial part of the activities of the corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation. 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.
- B. The corporation is not organized, and shall not be operated, for pecuniary gain or profit. It does not contemplate the distribution of gains, profits, or dividends to its members or to any private shareholder, as defined for purposes of Section 501(c)(3) of the Code, or individual.
- C. The corporation anticipates having members.
- D. The property, assets, profits, and net income of the corporation are dedicated irrevocably to the purposes set forth in Article II above. No part of the profits or net income of the corporation shall ever inure to the benefit of any director, trustee, officer, shareholder or member of the corporation, or to the benefit of any private individual.
- E. Upon the dissolution and winding up of the corporation, after paying or adequately providing for its debts and obligations, its remaining assets shall be distributed to a nonprofit fund, foundation, or corporation, which is organized and operated exclusively for charitable purposes and which has established its tax-exempt status under Section 501(c)(3) of the Code.


Article VII

The incorporator of this corporation is as follows:

Lacy N. Dill, 811 Terry Drive, Emmet, ID 83617-3170

Date: 12 January 2000

Signed


Lacy N. Dill