

STATE OF KANSAS

OFFICE OF
SECRETARY OF STATE
BILL GRAVES



To all to whom these presents shall come, Greetings:

I, Bill Graves, Secretary of State of the State of Kansas, do hereby certify that the attached is a true and correct copy of an original on file and of record in this office.

In testimony whereof:

I hereto set my hand and cause to be affixed my official seal. Done at the City of Topeka on the date below: SEP 9 1992



Handwritten signature of Bill Graves in cursive.

BILL GRAVES
SECRETARY OF STATE

BY *Willa M. Rose*
ASSISTANT SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
LEAVENWORTH FOXHUNTERS ASSOCIATION

We, the undersigned incorporators, hereby form and establish a corporation NOT FOR PROFIT under the laws of the State of Kansas.

ARTICLE FIRST

The name of this corporation is Leavenworth Foxhunters Association.

ARTICLE SECOND

The location of its registered office in this state is 117 Cherokee Street, Leavenworth, Kansas 66048. The resident agent at this address is H. Lee McGuire, Jr., (913) 682-3822 *Leavenworth County*

SECRETARY OF STATE
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ARTICLE THIRD

This corporation is organized NOT FOR PROFIT and the objects and purposes to be transacted and carried on are:

1. To provide an organization to promote interest in foxhunting and to purchase equipment, jumps, and accessories related to foxhunting and to foster the acquisition of foxhunting country, to maintain the foxhunting country, to purchase liability insurance to protect the landowners and officers of any organization connected with foxhunting and any recognized foxhunt which participates with this corporation in foxhunting and to

sponsor social events connected with foxhunting, including but not limited to a hunt ball.

2. To further such objects and purposes, the corporation shall have and may exercise all of the powers conferred by the laws of the State of Kansas upon corporations formed under the laws pursuant to and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended. Specifically, this corporation shall have the power to acquire, purchase, hold, lease, convey, mortgage and pledge such real and personal property in Kansas, other states of the United States and elsewhere, as shall be necessary or convenient to the transaction of its business and the realization of its objects and purposes. PROVIDED, HOWEVER, that in all event and under all circumstances, and notwithstanding merger, consolidation, reorganization, termination, dissolution, or winding up of this corporation, voluntary or involuntary or by operation of law, the following provisions shall apply:

(a) This corporation shall not have or exercise any power or authority either expressly, by interpretation, or by operation of law, nor shall it directly or indirectly engage in any activity that would prevent this corporation from qualifying (and continuing to qualify) as an organization described in Section 501(c)(7) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).

(b) This corporation shall never be operated for the primary purpose of carrying on a trade or business for profit.

(c) No compensation or payment shall ever be paid or made to any member, officer, director, trustee, creator, or organizer of this corporation, or substantial contributor to it, except as an allowance for actual expenditures or services actually made or rendered to or for this corporation; and neither the whole or any portion of the assets or net earnings, current or accumulated, of this corporation shall ever be distributed to or divided among any other person; provided, further that neither the whole nor any part or portion of such asset or net earnings shall ever be used for, accrued to, or inure to the benefit of any member or private individual within the meaning of Section 501(c)(7) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).

3. Upon the dissolution of this corporation, the Governing Body shall, after payment or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for such purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(7) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law), as the Governing Board shall determine. Any

such assets not so disposed of shall be disposed of by the District Court 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 said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE FOURTH

The corporation will not have authority to issue capital stock, and the conditions of membership shall be fixed by the Bylaws.

ARTICLE FIFTH

The Board of Directors shall have all powers granted by Kansas law and statutes, including but not limited to the power to amend the Bylaws. The members are entitled to vote by family units. Each family unit is entitled to one vote at membership meetings. A family unit is defined as the parents and all children of either parent under the age of eighteen (18) and all children of either parent who are between the ages of eighteen (18) and twenty-three (23) who are full-time college students.

ARTICLE SIXTH

The term for which this corporation is to exist is perpetual.

ARTICLE SEVENTH

No member of this corporation shall benefit financially from the dissolution thereof. In the event of dissolution of this corporation, the assets of this corporation shall be distributed as set forth in ARTICLE THIRD.

ARTICLE EIGHTH

The name and residence of the incorporators are:

H. LEE MCGUIRE, JR.	17905 Stranger Road Leavenworth, KS 66048
GEORGE F. HOGE	22247 Turner Easton, KS 66020
NORMAN W. HINES	21362 Springdale Road Easton, KS 66020

ARTICLE NINTH

The number of directors may be increased or decreased from time to time by amendment to the Bylaws.

ARTICLE TENTH

The names and residences of the persons who are to serve as directors until their successors are elected and qualified are as follows:

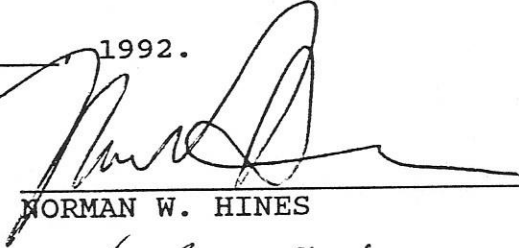
H. LEE MCGUIRE, JR.	17905 Stranger Road Leavenworth, KS 66048
GEORGE F. HOGE	22247 Turner Easton, KS 66020
NORMAN W. HINES	21362 Springdale Road Easton, KS 66020
DAVID I. DRUMMOND	Route 1, Box 18A Winchester, KS 66097
RALPH HICKS	Route 1, Box 1 Weston, MO 64090

ARTICLE ELEVENTH


No director shall be personally liable to the corporation or its members for monetary damages for any breach of fiduciary duty by such director as a director. Notwithstanding the foregoing sentence, a director shall be liable to the extent provided by

applicable law (i) for breach of the director's duty of loyalty to the corporation or its members (ii) for acts or admissions not in good faith or which involved intentional misconduct or a knowing violation of law, or (iii) for any transaction from which the director derived an improper personal benefit. No amendment to or repeal of this Article shall apply to or have any effect on the liability or alleged liability of any director of the corporation for or with respect to any acts or omissions of such director occurring prior to the date when such provision becomes effective.

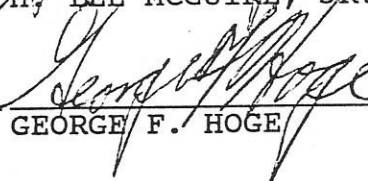
IN TESTIMONY WHEREOF, we have hereunto set our names this 4th day of September 1992.



NORMAN W. HINES



H. LEE MCGUIRE, JR.



GEORGE F. HOGE

STATE OF KANSAS)
) SS
COUNTY OF LEAVENWORTH)

Personally appeared before me, a Notary Public, in and for said county and said state, the above-named, who are personally known to me to be the same persons who executed the foregoing instrument in writing and duly acknowledged the execution of the same.

4th IN WITNESS WHEREOF, I have hereunto set my hand and seal this day of September, 1992.

Pamela Matzeder
Notary Public

My Appointment Expires:

March 29, 1993



STATE OF KANSAS
COUNTY OF LEAVENWORTH } SS
FILED FOR RECORD

1992 DEC -9 A 9:29 B
Dora I. Parmer
DORA I. PARMER
REGISTER OF DEEDS

Julia A. Elliott DEP.