



State of Delaware

SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 P.O. BOX 898
 DOVER, DELAWARE 19903

9241684
 COPILEVITZ & CANTER, LLC.
 310 W 20TH ST STE 300
 KANSAS CITY, MO 64108

03-20-2019

ATTN: DIANE STINE

DESCRIPTION	AMOUNT
7336172 - FRIENDS OF OFLAG 64, INC.	
0102 Non-Stock Corporation	
<i>Incorporation Fee</i>	\$15.00
<i>Receiving/Indexing</i>	\$25.00
<i>Surcharge Assessment-New Castle County</i>	\$6.00
<i>Page Assessment-New Castle County</i>	\$27.00
<i>Data Entry Fee</i>	\$5.00
<i>Court Municipality Fee, Wilm.</i>	\$20.00
<i>Expedite Fee, 24 Hour</i>	\$50.00
7336172 - FRIENDS OF OFLAG 64, INC.	
8100 Certified Copy - 1 Copies	
<i>Certification Fee</i>	\$50.00
TOTAL CHARGES	\$198.00
TOTAL PAYMENTS	\$198.00
BALANCE	\$0.00

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "FRIENDS OF OFLAG 64, INC.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF MARCH, A.D. 2019, AT 3:13 O`CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.




Jeffrey W. Bullock, Secretary of State

7336172 8100
SR# 20192139399

Authentication: 202487342
Date: 03-21-19

You may verify this certificate online at corp.delaware.gov/authver.shtml

STATE OF DELAWARE
CERTIFICATE OF INCORPORATION
OF
Friends of Oflag 64, Inc.
A Non-Stock Corporation

State of Delaware
Secretary of State
Division of Corporations
Delivered 03:13 PM 03/20/2019
FILED 03:13 PM 03/20/2019
SR 20192139399 - File Number 7336172

The undersigned, for the purpose of forming a non-stock corporation pursuant to §101 of the General Corporation Law of the State of Delaware hereby certifies as follows:

FIRST: The name of the Corporation is: Friends of Oflag 64, Inc.

SECOND: The address of the registered office of the Corporation is 3411 Silverside Road, Rodney Building #104, County of New Castle, City of Wilmington, Delaware 19810. The name of the registered agent of the Corporation at that address is Corporate Creations Network, Inc.

THIRD: The Corporation shall be organized and operated exclusively for charitable and educational purposes within the meaning of 501(c)(3) of the Internal Revenue Code of 1986, as now in effect or as may hereafter be amended ("the Code"), including, but not limited to support of the creation and maintenance of an Oflag 64 World War II Prisoner of War (POW) Camp Museum at the original site of the POW Camp in Szubin, Poland; collection of artifacts and educational histories; and preserving the physical and oral histories of the internees of the Camp and the Polish citizens who supported them.

The Corporation shall be a nonprofit corporation and may further engage in all lawful activities for which nonprofit corporations may be organized and for which they may operate under the General Corporation Law of Delaware and, in addition to the foregoing, shall further be authorized to engage in other charitable and educational activities consistent with an organization exempt from Federal Income Taxation under §501(c)(3) of the Internal Revenue Code, including provision of assistance and funds to other § 501(c)(3) organizations.

In furtherance thereof, the Corporation may receive property by gift, devise or bequest, invest or reinvest the same, and apply the income and principal thereof, as the Board of Directors may from time to time determine, either directly or through contributions to any charitable organization or organizations, exclusively for charitable and educational purposes, and engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law.

FOURTH: The Corporation shall not have authority to issue capital stock.

FIFTH: The Corporation shall not have members.

SIXTH: The name and mailing address of the incorporator are as follows: Anna Foote, c/o Copilevitz & Canter, LLC, 310 W. 20th Street, Suite 300, Kansas City, Missouri 64108.

SEVENTH: 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 in furtherance of the purposes set forth in Article THIRD hereof. No substantial 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 political campaigns on behalf of any candidate for public office. 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 its exempt purposes or not permitted to be carried on by a corporation contribution to which are deductible under section 170 (c)(2) of the Internal Revenue Code.

EIGHTH Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation by distributing those assets exclusively for public charitable use and purposes as shall at the time qualify as exempt from taxation under 501(c)(3) of the Internal Revenue Code and as other than a private foundation under Section 509 (a) of the Internal Revenue Code, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction for the county in which the principal office of the Corporation is then located, exclusively for charitable and educational purposes or to such organization or organizations as said court shall determine which are organized and operated exclusively for charitable and educational purposes.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 20th day of March, 2019.



Anna Foote, Incorporator