

Veterans Up North Rodeos Incorporated

A Wisconsin Non-profit Corporation

ARTICLES OF INCORPORATION – NONSTOCK CORPORATION

ARTICLE I NAME

1.01 Name

The name of this corporation shall be Veterans Up North Rodeos Incorporated. The business of the corporation may be conducted as Veterans Up North Rodeos Incorporated, or Veterans Up North Rodeos, Inc.

ARTICLE II ORGANIZATION

2.01 Organization

The corporation is organized under Ch. 181 of the Wisconsin Statutes.

ARTICLE III REGISTERED AGENT

3.01 Registered Agent Name and Email Address

The registered agent of the corporation shall be Frederick J Waltz II with an email address of fred.waltz@ymail.com

ARTICLE IV REGISTERED OFFICE ADDRESS

4.01 Address of the Registered Office

310 11th Street South, Hudson, WI 54016

ARTICLE V

PRINCIPAL OFFICE ADDRESS

5.01 Street Address of the Principal Office

310 11th Street South, Hudson, WI 54016

ARTICLE VI

MEMBERSHIP, PROHIBITED DISTRIBUTIONS

6.01 Membership

Veterans Up North Rodeos Inc. shall have no members.

6.02 Prohibited Distributions

No part of the net earnings or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private person or individual, 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 VIII, Section 8.01.

ARTICLE VII

DISTRIBUTIONS

7.01 Distributions

Veterans Up North Rodeos, Inc. may make a distribution that is not permitted under subsection (1) – (3) of Wisconsin Statute 181.1302(4) only if the distribution is made in accordance with the stated purpose of Veterans Up North Rodeos Inc., the corporation would be able to pay its debts as they become due in the usual course of its activities and, the corporation's total assets would equal at least the sum of its total liabilities.

ARTICLE VIII

PURPOSE

8.01 Purpose

Veterans Up North Rodeos, Inc. is organized exclusively to provide a charitable morale and welfare support system, and a worthy outlet where active-duty military and veterans who share the camaraderie of military service and the sport of rodeo lifestyle can come together to seek support and compete in the sport of military rodeo throughout the United States of America. Veterans Up North Rodeos Inc. will provide a supporting environment to those who have been medically discharged because of the lasting effects of low intensity conflicts and to surviving family members of deceased veterans. Veterans Up North Rodeos Inc. operates on the sponsorships and donations generated by producing military rodeos, open to active duty, reserve, National Guard, retired and honorably discharged veterans.

8.02 Non-profit Nature

Veterans Up North Rodeos, Inc. is organized exclusively for charitable purposes including, the making of distributions to veterans' organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. No part of the net earnings of Veterans Up North Rodeos Inc. 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 the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Veterans Up North Rodeos Inc is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

8.03 Dissolution

Upon termination or dissolution of the Veterans Up North Rodeos Inc, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the Veterans Up North Rodeos Inc. hereunder shall be selected by the discretion of a majority of the managing body of the Veterans Up North Rodeos Inc. and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Veterans Up North Rodeos Inc. by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Wisconsin.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Wisconsin to be added to the general fund.

8.05 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of Veterans Up North Rodeos Inc. of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

8.06 Restricted Activities

Veterans Up North Rodeos Inc. shall not participate in or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

8.07 Prohibited Activities

Notwithstanding any other provision of these Articles, Veterans Up North Rodeos Inc. shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) 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.

ARTICLE IX
INCORPORATOR, DRAFTER

9.01 The incorporator of the Veterans Up North Incorporated is:

Frederick J Waltz II
310 11th Street South
Hudson, WI 54016
(715) 338-8858
fred.waltz@ymail.com

9.02 According to the provisions of sec. 182.01(3), Wis. Stats., the drafter of these Articles of Incorporation – Nonstock Corporation is:

Frederick J. Waltz II
310 11th Street South
Hudson, WI 54016
(715) 338-8858
fred.waltz@ymail.com

ARTICLE X
EFFECTIVE DATE OF ARTICLES

10.01

These Articles of Incorporation of Veterans Up North Rodeos Incorporated will be effective at the close of business on the filing date.

ARTICLE XI
GOVERNANCE

11.01 Governance

Veterans Up North Rodeos Inc. shall be governed by a board of directors. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

11.01.1 Name and Address of Directors:

President	Tracy Buzzwitz 1293 145 th Street East Rosemount, MN 55068
Vice President & Treasurer	Frederick J Waltz II 310 11 th Street South Hudson, WI 54016
Secretary	Daniel Schorn 36686 South Platte Lake Drive Hillman, MN 56338
Director	Jason Hetland 3537 Slater Road #108 Eagan, MN 55122
Director	Todd Julkowski 548 Auburn Place NW Elk River, MN 55330
Director	Christopher Skeeters 1510 Penile Hill Road Decherd, TN 37324
Director	James D. Ingham 212 2 nd Street North Dundas, MN 55019

11.02 Amendments

Amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

**ACKNOWLEDGMENT OF CONSENT
OF THE INCORPORATOR AND
REGISTERED AGENT
OF
VETERANS UP NORTH RODEOS INCORPORATED**

I, Frederick J Waltz II, am the Incorporator of and, agree to be the registered agent for Veterans Up North Rodeos Inc. as appointed herein.

Frederick J Waltz II

Frederick J Waltz II

Date: 06 November 2022
