

-ARTICLES OF INCORPORATION

OF

THE SAC AIRBORNE COMMAND CONTROL ASSOCIATION, INC.
A Florida Corporation not for Profit

97 JUN 16 AM 11:40
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I-CORPORATE NAME

The name of this Corporation not for profit is THE SAC AIRBORNE COMMAND CONTROL ASSOCIATION, INC.

ARTICLE II-DURATION

This Corporation shall exist perpetually, commencing upon the filing of Articles of Incorporation by the Department of State of Florida.

ARTICLE III-PURPOSE

This Corporation is organized to foster and advance patriotism, love of country and the pleasure of association for recreational purposes of members, former members, and other related interested parties connected with military activities conducted by Strategic Air Command units in furtherance of the Airborne Command and Control Mission. This Corporation shall not engage in any profitable activity and there shall be no net earnings which inure

to the benefit of-- any member, officer or director. This Corporation is organized pursuant to Chapter 617, Florida Statute (1995).

ARTICLE IV-ADDRESS

The street address of the initial principal office of this Corporation is: 358 Sharon Drive, Niceville, FL 32578.

ARTICLE V-DIRECTORS

The method of election of Directors shall be as stated in the Corporation Bylaws. In addition, the Officers of the Corporation, immediately upon their election as outlined in the Bylaws, shall automatically become members of the Board of Directors.

ARTICLE VI-INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) directors initially. The number of directors may either be increased or diminished from time to time, as provided by the bylaws, but shall never be less than three (3). The names and street address of the initial directors

of this Corporation are:

<u>NAMES</u>	<u>ADDRESSES</u>
JACK W. SUGGS	855 Crenshaw Loop North Keizer, OR 97303
DONALD E. WILSON	Route 1, Box 574-A Tupelo, MS 38801
JACK E. GATEWOOD	358 Sharon Drive Niceville, FL 32578
FREDERICK W. KEMP	19 Lutz Drive Bunker Hill, IN 46914

ARTICLE VII-REGISTERED AGENT AND
INITIAL REGISTERED OFFICE

The registered agent and the street address of the initial registered office of this Corporation in the State of Florida shall be: JACK E. GATEWOOD, 358 Sharon Drive, Niceville, FL 32578. The Board of Directors from time to time may move the registered office to any other address in the State of Florida.

ARTICLE VIII-MEMBERSHIP

Membership in this Corporation shall be open to all current or former members, and other related interested parties connected with

military activities--conducted by Strategic Air Command units in furtherance of the Airborne Command and Control Mission. Initial membership is established by the roster of members dated July 1, 1996. Any member may terminate his/her relationship with this Corporation by submitting a letter of resignation to the Board of Directors. This Corporation shall have a single class of members.

IX-BYLAWS

This Corporation shall adopt Bylaws commensurate with its purpose. These Bylaws may be altered, amended or repealed by the act of a majority of the Board of Directors.

ARTICLE X-INCORPORATOR

The name and street address of the person signing these Articles as Incorporator is: Lawrence P. Bush, 150 Eglin Parkway, NE, Fort Walton Beach, Florida 32548.

ARTICLE XI-DISSOLUTION/UNENCUMBERED ASSETS

Upon dissolution of this Corporation all unencumbered assets shall be gifted to the Strategic Air Command Museum, Bellevue, Nebraska.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and acknowledge and file the foregoing Articles of Incorporation under the laws of the State of Florida, this 14 day of January, 1997.

WITNESSES:

Keni Moore
Melissa Rodriguez

Lawrence P. Bush
LAWRENCE P. BUSH

STATE OF FLORIDA
COUNTY OF OKALOOSA

BEFORE ME, personally appeared LAWRENCE P. BUSH, to be well known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed the said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 14th day of January, 1997.

Melissa Rodriguez
NOTARY PUBLIC

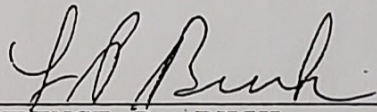
MELISSA J. RODRIGUEZ
Notary Public, State of Florida
My comm. expires May 4, 1997
Comm. No. CC 931724

FILED
97 JAN 16 AM 11:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED:

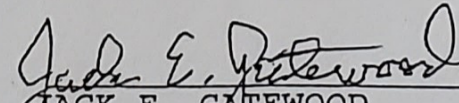
In Compliance with Section 48-091, Florida Statutes (1991), the following is submitted:

That THE SAC AIRBORNE COMMAND CONTROL ASSOCIATION, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 358 Sharon Drive, Niceville, FL 32578, has named JACK E. GATEWOOD, 358 Sharon Drive, Niceville, FL 32578, as its agent to accept service of process within Florida.



LAWRENCE P. BUSH
Incorporator

Having been named to accept service of process for the above styled corporation, at the place designated in this certificate, I hereby acknowledge that I am familiar with, and accept the duties and responsibilities as Registered Agent for said corporation, and I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



JACK E. GATEWOOD
Registered Agent