

**NONSTOCK  
REVISED RESTATED ARTICLES OF INCORPORATION Revised 11/04/2007**

The following Restated Articles of Incorporation duly adopted pursuant to the authority and provisions of Chapter 181 of the Wisconsin Statutes supersede and take the place of the existing articles of incorporation and amendments thereto:

Article 1. The Name of the corporation shall be changed from the APPLETON LIONS CLUB, INC. to the APPLETON NOON LIONS CLUB, INC.

Article 2. The period of existence shall be perpetual.

Article 3. The purposes shall be:

- A. To create and foster a spirit of understanding among the peoples of the world.
- B. To promote the principles of good government and good citizenship.
- C. To take an active interest in the civic, cultural, social and moral welfare of the community.
- D. To unite the members in the bonds of friendship, good fellowship and mutual understanding.
- E. To provide a forum for the open discussion of all matters of public interest; provided, however, that partisan politics and sectarian religion shall not be debated by club members.
- F. To encourage service-minded ~~men~~ members to serve their community without personal financial reward, and to encourage efficiency and promote high ethical standards in commerce, industry, professions, public works and private endeavors.
- G. The APPLETON NOON LIONS CLUB, INC. may not: (1) have or issue shares of stock; (2) pay any dividend or distribute any part of its income to its members or officers, except that the board may pay compensation in a reasonable amount to members or officers for services rendered without having such payment construed as a dividend or distribution of income; (3) participate or intervene in any political campaign on behalf of any candidate for public office; (4) attempt to influence legislation; (5) engage in activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision or any future United States Internal Revenue Law); or (6) engage in activities not permitted to be carried on by a corporation to which contributions are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Article 4. Locations of the principal office is c/o Columbus Club, 2531 North Richmond Street, Appleton, Wisconsin 54911

Article 5. The Club Secretary is the registered agent of the Club.

Article 6. The registered agent's address is on file with the Club.

Article 7. The number of directors shall be as specified in the Constitution and By-Laws, but shall be not less than three.

Article 8. Membership in the APPLETON NOON LIONS CLUB, INC. shall be as specified in the Constitution and By-Laws.

Article 9. These articles may be amended in the manner authorized by Law at the time of amendment.