

**ARTICLES OF INCORPORATION  
OF A TAX-EXEMPT**

Pursuant to A.R.S. §10-3202  
(Arizona Non-Profit Corporation)

**1. The Name of the Corporation is:** *Clan Brodie of the Americas.*

**2. Purpose: The purpose for which the corporation is organized is:**

To establish a non-political, non-commercial historical and genealogical group that is open to the public to foster an appreciation of Celtic History, Scottish History and Clans. It meets these goals through lectures, panels, discussions, forums, seminars, study groups, classroom performances/presentations, exhibits, and all other appropriate means that would share this information with the public. Other than at Celtic Games and Festivals that require an entry fee, there is no charge to participate in any of our educational functions. The discrimination policy of this corporation derives from the laws of the State of Arizona and those of the United States of America.

**3. Character of Affairs: The character of affairs of the corporation will be:**

The Clan Brodie is organized, and responsible, for the character of affairs indicated in  
The Statement of Purpose (Article2)

The Clan Brodie of the Americas admits members of any race, color, and national or ethnic origin, age, disability, and where applicable, sex, marital status, familial status, parental status, religion, or sexual orientation.

The Clan Brodie of the Americas is strictly non-commercial, with no political ties or advocacies of any particular political agenda.

1. The viewpoints presented by the organization's communications will be supported by facts.
2. The facts that purport to support the viewpoints are documented.
3. The organization's presentations will make no use of inflammatory and/or disparaging terms. Nor will it express conclusions on the basis of strong emotional feelings rather than of objective evaluations.
4. The approach used in the organization's presentations is aimed at developing an understanding on the part of the intended audience or readership because it does consider their background or training in the subject matter.

**4. Earnings/Expenditures**

No part of the net earning of the corporation shall inure to the benefit of, or be distributable to its members, directors, 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 2. 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 (including the publishing or distribution of statements,) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on: (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the United States Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law) or: (b) by a corporation, contributions to which are deductible under Section \_\_\_\_\_ of the United States Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Laws).

**5. Dissolution of the Corporation**

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all its assets exclusively for the purposes of the corporation in such a manner, or to such organizations organized and operated exclusively for charitable, educational, religious or scientific purpose as shall at the time qualify as an exempt

organization or organizations under Section **501(c)(3)** of the United States Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Laws) as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.

**6. Indemnification**

The power of indemnification under the Arizona Revised Statutes shall not be denied or limited by the bylaws.

**7. Board of Directors**

Board of Directors: The initial board of directors shall consist of One director. The name and address of the person who is to serve as the director until the first annual meeting of the members, if a member corporation, or Board of Directors, if the corporation has no members, or until his(her)(their) successor(s) is(are) elected and qualifies is(are):

Name: Robert C. Brodie  
Address: 6942 East Calle Centuri  
City, State, Zip: Tucson, Arizona 85710

**8. Known Place of Business:** (In Arizona)

The street address of the know place of business of the Corporation is:

Address: 6942 East Calle Centuri  
City, State, Zip: Tucson, Arizona 85710

**9. Statutory Agent:** (In Arizona)

The name and address of the statutory agent of the Corporation is:

Name: Robert C. Brodie  
Address: 6942 East Calle Centuri  
City, State, Zip: Tucson, Arizona 85710

**10. Incorporators:** The names and addresses of the incorporators are:

Name: Robert C. Brodie	Name: Mark L. Brodie
Address: 6942 East Calle Centuri	Address: 1325 Avenida Regulo
City, State, Zip: Tucson, Arizona 85710	City, State, Zip: Tucson, Arizona 85710

**All powers, duties and responsibilities of the incorporators shall cease at the time of delivery of these Articles of Incorporation to the Arizona Corporation Commission.**

