

ARTICLES OF INCORPORATION
OF
YORK COUNTY DEVELOPMENT CORPORATION

ARTICLE I

The name of the corporation is: York County Development Corporation.

ARTICLE II

The address of the corporation's registered office is 211 East 6th, P.O. Box 448, York, Nebraska 68467 and the name of its registered agent is Richard J. Baier.

ARTICLE III

The names and addresses of the incorporators are:

<u>Name</u>	<u>Address</u>
Dean Sack	200 East 5th St., Apt 448 York, NE 68467
Hollis Miller	1353 Harre Lane York, NE 68467

ARTICLE IV

The duration of the corporation shall be perpetual.

ARTICLE V

The corporation is organized as a Internal Revenue Code Section 501(c)(6) business league to provide persons or businesses with a common interest in the continued economic vitality of York County, Nebraska a common means of retaining, expanding, attracting, creating and enhancing the economic vitality of York County, Nebraska by the following:

A. Promoting York County's resources in a manner to enhance economic growth;

B. Rendering encouragement and assistance to existing industries to help ensure their continued operation and growth;

C. Identifying, locating and communicating with new businesses, enterprises and industries best suited to the resources of York County, Nebraska;

D. Actively promoting specific buildings and industrial sites as locations for new businesses and industries;

E. Encouraging, developing and implementing a county-wide economic development plan by working with the chambers of commerce, commercial clubs, visitors committee, York County, cities, villages, educational institutions, businesses and allied agencies to accomplish its objectives;

F. Providing all kinds of assistance to enable successful recruitment of new businesses and industries along with the enhancement of existing businesses and industries; and

G. Helping York county and its citizens by attempting to increase employment opportunities, payroll, business volume, tax base and by attempting to increase the quality of life by the coordination of the efforts of local businesses, institutions and political subdivisions.

ARTICLE VI

The corporation shall have and exercise all rights and powers conferred on nonprofit corporations under the laws of the State of Nebraska in furtherance of its purposes.

ARTICLE VII

The corporation shall not afford pecuniary gain or profit to its members. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions to furtherance of the corporation's purposes. 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)(6) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE VIII

Any other provisions of these Articles of Incorporation notwithstanding, the Board of Directors shall distribute the Corporation's income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws. Any other provisions of these Articles of Incorporation notwithstanding, the Board of Directors shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws; nor retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws; nor make any investments in such manner as to incur tax liability under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws; nor make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

ARTICLE IX

The number of directors constituting the first Board of Directors, the name and address of each such director, and the tenure in office of the first directors are as follows:

<u>Directors</u>	<u>Address</u>	<u>Term of Office Expires</u>
Adam Broughton	Rt. 4 York, NE 68467	1996
D. Weber	10511 W. Elm Ave. York, NE 68467	1996
Larry Kopsa	1516 Meadow Lane York, NE 68467	1996
Don Witte	1010 E. 2nd St, York, NE 68467	1996

Danny Allison	26 Eastridge Dr. So. York, NE 68467	1996
Cy North	635 E. 7th St. York, NE 68467	1997
C. G. Holthus	Rt. 4 York, NE 68467	1997
Don Freeman	1122 E. 3rd St. York, NE 68467	1997
Tom Zeggers	114 Blackburn Ave. York, NE 68467	1997
Robert V. Jones	900 St. Andrews Crt. York, NE 68467	1997
C. H. Baer	28 Arbor Heights York, NE 68467	1998
Ron Hitch	York, NE 68467	1998
Dan Collin	1332 Raell Dr. York, NE 68467	1998
Tom Robson	713 W. Nobes Road York, NE 68467	1998
Merlyn Hansen	912 St. Andrews Crt. York, NE 68467	1998

The terms of office of any director other than those entitled to automatically act as a director by virtue of payment of a dues level specified in the Bylaws shall not exceed six (6) consecutive years which shall be followed by a period of ineligibility equal in years to the full term most recently served by any director, except, any director entitled to serve by virtue of contributing to the highest membership contribution level established by the Bylaws from time to time shall not be so limited.

ARTICLE X

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 of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations or political subdivision or political subdivisions as shall at the time qualify as a tax-exempt organization or organizations under the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the District Court of the County in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XI

These Articles of Incorporation may be amended only by a resolution of the Board of Directors which resolution must be ratified by a majority of the members of the corporation.

The undersigned, being the incorporators hereinbefore named, for the purpose of forming a corporation under the Nebraska Nonprofit Corporation Act do hereby adopt and sign these Articles of Incorporation this 3rd day of December, 1996.

Dean Sack
Hollis B. Miller