



ROSS MILLER
 Secretary of State
 204 North Carson Street, Suite 4
 Carson City, Nevada 89701-4520
 (775) 684-5708
 Website: www.nvsos.gov



040601

**Nonprofit
 Articles of Incorporation**
 (PURSUANT TO NRS CHAPTER 82)

| | | |
|--|------------------------|---|
| Ross Miller Secretary of State State of Nevada | Filed in the office of | Document Number 20130069514-41 |
| | | Filing Date and Time 01/29/2013 8:00 AM |
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| 1. Name of Corporation: | NEVADA WOMEN'S HISTORY PROJECT | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 2. Registered Agent for Service of Process: (check only one box) | <input checked="" type="checkbox"/> Commercial Registered Agent: DRINKWATER LAW OFFICES <small>Name</small> <input type="checkbox"/> Noncommercial Registered Agent (name and address below) OR <input type="checkbox"/> Office or Position with Entity (name and address below) <small>Name of Noncommercial Registered Agent OR Name of Title of Office or Other Position with Entity</small> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%; border-bottom: 1px solid black;">5421 KIETZKE LANE, SUITE 100</td> <td style="width: 15%; border-bottom: 1px solid black;">RENO</td> <td style="width: 15%; border-bottom: 1px solid black;">Nevada</td> <td style="width: 10%; border-bottom: 1px solid black;">89511</td> </tr> <tr> <td><small>Street Address</small></td> <td><small>City</small></td> <td><small>State</small></td> <td><small>Zip Code</small></td> </tr> <tr> <td style="border-bottom: 1px solid black;"> </td> <td style="border-bottom: 1px solid black;"> </td> <td style="border-bottom: 1px solid black;">Nevada</td> <td style="border-bottom: 1px solid black;"> </td> </tr> <tr> <td><small>Mailing Address (if different from street address)</small></td> <td><small>City</small></td> <td><small>State</small></td> <td><small>Zip Code</small></td> </tr> </table> | 5421 KIETZKE LANE, SUITE 100 | RENO | Nevada | 89511 | <small>Street Address</small> | <small>City</small> | <small>State</small> | <small>Zip Code</small> | | | Nevada | | <small>Mailing Address (if different from street address)</small> | <small>City</small> | <small>State</small> | <small>Zip Code</small> | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
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| | | Nevada | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
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| 3. Names and Addresses of the Board of Directors/Trustees: (each Director/Trustee must be a natural person at least 18 years of age; attach additional page if more than four directors/trustees) | <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 5%;">1)</td> <td style="width: 75%;">MONA RENO</td> <td style="width: 10%;"><small>Name</small></td> <td style="width: 10%;"></td> </tr> <tr> <td></td> <td>770 SMITHRIDGE DRIVE</td> <td>RENO</td> <td>NV 89502</td> </tr> <tr> <td></td> <td><small>Street Address</small></td> <td><small>City</small></td> <td><small>State</small> <small>Zip Code</small></td> </tr> <tr> <td></td> <td>2) LISA-MARIE LIGHTFOOT</td> <td><small>Name</small></td> <td></td> </tr> <tr> <td></td> <td>770 SMITHRIDGE DRIVE</td> <td>RENO</td> <td>NV 89502</td> </tr> <tr> <td></td> <td><small>Street Address</small></td> <td><small>City</small></td> <td><small>State</small> <small>Zip Code</small></td> </tr> <tr> <td></td> <td>3) KATHLEEN NONEMAN</td> <td><small>Name</small></td> <td></td> </tr> <tr> <td></td> <td>770 SMITHRIDGE DRIVE</td> <td>RENO</td> <td>NV 89502</td> </tr> <tr> <td></td> <td><small>Street Address</small></td> <td><small>City</small></td> <td><small>State</small> <small>Zip Code</small></td> </tr> <tr> <td></td> <td>4) LINDA WYCKOFF</td> <td><small>Name</small></td> <td></td> </tr> <tr> <td></td> <td>770 SMITHRIDGE DRIVE</td> <td>RENO</td> <td>NV 89502</td> </tr> <tr> <td></td> <td><small>Street Address</small></td> <td><small>City</small></td> <td><small>State</small> <small>Zip Code</small></td> </tr> </table> | 1) | MONA RENO | <small>Name</small> | | | 770 SMITHRIDGE DRIVE | RENO | NV 89502 | | <small>Street Address</small> | <small>City</small> | <small>State</small> <small>Zip Code</small> | | 2) LISA-MARIE LIGHTFOOT | <small>Name</small> | | | 770 SMITHRIDGE DRIVE | RENO | NV 89502 | | <small>Street Address</small> | <small>City</small> | <small>State</small> <small>Zip Code</small> | | 3) KATHLEEN NONEMAN | <small>Name</small> | | | 770 SMITHRIDGE DRIVE | RENO | NV 89502 | | <small>Street Address</small> | <small>City</small> | <small>State</small> <small>Zip Code</small> | | 4) LINDA WYCKOFF | <small>Name</small> | | | 770 SMITHRIDGE DRIVE | RENO | NV 89502 | | <small>Street Address</small> | <small>City</small> | <small>State</small> <small>Zip Code</small> |
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| 4. Purpose: (required; continue on additional page if necessary) | <i>The purpose of the corporation shall be:</i> promotion of Nevada women's history to provide history & support of Nevada women | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 5. Name, Address and Signature of Incorporator: (attach additional page if more than one incorporator) | <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%; border-bottom: 1px solid black;">BONNIE DRINKWATER, ESQ.</td> <td style="width: 50%; border-bottom: 1px solid black;"></td> </tr> <tr> <td><small>Name</small></td> <td><small>Incorporator Signature</small></td> </tr> <tr> <td style="border-bottom: 1px solid black;">5421 KIETZKE LANE, SUITE 100</td> <td style="border-bottom: 1px solid black;">RENO</td> </tr> <tr> <td><small>Address</small></td> <td><small>City</small></td> </tr> <tr> <td style="border-bottom: 1px solid black;"> </td> <td style="border-bottom: 1px solid black;">NV</td> </tr> <tr> <td><small>State</small></td> <td><small>Zip Code</small></td> </tr> <tr> <td style="border-bottom: 1px solid black;"> </td> <td style="border-bottom: 1px solid black;">89511</td> </tr> <tr> <td><small>State</small></td> <td><small>Zip Code</small></td> </tr> </table> | BONNIE DRINKWATER, ESQ. | | <small>Name</small> | <small>Incorporator Signature</small> | 5421 KIETZKE LANE, SUITE 100 | RENO | <small>Address</small> | <small>City</small> | | NV | <small>State</small> | <small>Zip Code</small> | | 89511 | <small>State</small> | <small>Zip Code</small> | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| BONNIE DRINKWATER, ESQ. | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| <small>Name</small> | <small>Incorporator Signature</small> | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 5421 KIETZKE LANE, SUITE 100 | RENO | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
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| | NV | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
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| 6. Certificate of Acceptance of Appointment of Registered Agent: | <i>I hereby accept appointment as Registered Agent for the above named Entity.</i> <input checked="" type="checkbox"/> <small>Authorized Signature of Registered Agent or On Behalf of Registered Agent Entity</small> | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 70%; border-bottom: 1px solid black;"> </td> <td style="width: 30%; border-bottom: 1px solid black;">1-29-13</td> </tr> <tr> <td><small>Date</small></td> <td><small>Date</small></td> </tr> </table> | | 1-29-13 | <small>Date</small> | <small>Date</small> | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | 1-29-13 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| <small>Date</small> | <small>Date</small> | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |

This form must be accompanied by appropriate fees.

Nevada Secretary of State NRS 82 Articles
 Revised: 4-14-09

**NONPROFIT
ARTICLES OF INCORPORATION
NEVADA WOMEN'S HISTORY PROJECT**

(con't)

**3. Names and Addresses
of the Board of
Directors/Trustees:**

PATTI BERNARD
770 SMITHRIDGE DRIVE, RENO, NV 89502

CATHARINE SANDERS
770 SMITHRIDGE DRIVE, RENO, NV 89502

CARRIE PORTER
770 SMITHRIDGE DRIVE, RENO, NV 89502

GRACE DAVIS
770 SMITHRIDGE DRIVE, RENO, NV 89502

HOLLY VAN VALKENBURGH
770 SMITHRIDGE DRIVE, RENO, NV 89502

4. Purpose:

for education and research

**ARTICLES OF INCORPORATION
OF
NEVADA WOMEN'S HISTORY PROJECT**

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**ARTICLE III
OFFICERS AND DIRECTORS
(Continued from Page 1)**

Section 3.1. The members of the governing board of the Corporation are styled as directors. The number of directors may be changed from time to time in such manner as shall be provided in the Bylaws.

Section 3.2. The business of the Corporation shall be managed by the board of directors of the Corporation (the "Board of Directors" or "Board") in the manner provided in the Bylaws.

Section 3.3. The Initial Board of Directors shall serve for a term of one (1) year, or as otherwise provided in the Bylaws. Subsequently, the term of office of the directors shall be as set forth in the Bylaws.

Section 3.4. The directors shall be elected in the manner provided in the Bylaws. Except during such brief periods as a vacancy on the Board of Directors hereunder is being filled, there shall at all times be not fewer than one (1) individual acting as a director hereunder who need not be a resident of the State of Nevada.

Section 3.5. The number, titles, duties, manner of appointment and terms of office of the officers of the Corporation shall be as set forth in the Bylaws.

**ARTICLE IV
PURPOSE
(Continued from Page 1)**

Section 4.1. The Corporation is organized exclusively for charitable, religious, literary, educational and scientific purposes, in accordance with Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code") (hereinafter "§ 501(c)(3)"). The primary purpose of the Corporation shall be the promotion of Nevada women's history to provide history and support of Nevada women for education and research.

**ARTICLES OF INCORPORATION
OF
NEVADA WOMEN'S HISTORY PROJECT**

Page 3 of 6

The Corporation shall receive and administer funds consistent with the provisions of § 501(c)(3) and, to that end, the Corporation may take and hold by bequest, devise, gift, grant, purchase, lease, or otherwise any property, real or personal, tangible or intangible, or any undivided interest therein, without limitation as to amount or value; may sell, convey, or otherwise dispose of any such property; and may invest, reinvest, or deal with the principal or the income thereof in such manner as, in the judgment of the Board of Directors of the Corporation, will best promote the purpose of the Corporation, subject to such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the Bylaws of the Corporation, or any laws applicable thereto.

Section 4.2. The Corporation's services shall be available to all persons regardless of race, color, creed, sex, sexual orientation, religion, disability, or national origin.

**ARTICLE VII
MEMBERS**

The classes, rights, and restrictions of the membership of the Corporation shall be as set forth in the Bylaws of the Corporation.

**ARTICLE VIII
NON-STOCK STATUS**

The Corporation shall have no capital stock.

**ARTICLE IX
BYLAWS**

The internal affairs of the Corporation shall be regulated by the Bylaws. The Board of Directors shall have the power to make, amend or repeal such Bylaws as it may deem proper for the management of the affairs of the Corporation.

**ARTICLES OF INCORPORATION
OF
NEVADA WOMEN'S HISTORY PROJECT**

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**ARTICLE X
PROTECTION AGAINST LIABILITY AND INDEMNIFICATION**

Any person acting on behalf of the Corporation shall be entitled to protection against liability and indemnification and payment of expenses related thereto, to the fullest extent permitted by the general laws of the State of Nevada as the same exists or shall hereafter be amended. No amendment or repeal of this paragraph shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any act or omission on the part of such director occurring prior to such amendment or repeal.

**ARTICLE XI
DURATION**

The Corporation is to have perpetual existence. Where all manner of business is actually conducted, its offices, and where the corporate books are sustained, may be perpetuated in any part of Nevada, or in any state, territory or providence of the United States of America, the District of Columbia, or in any foreign country.

**ARTICLE XII
RIGHTS, POWERS, AND RESTRICTIONS**

Section 12.1. The Corporation shall possess and may exercise all of the rights, powers, privileges, and immunities now or subsequently provided by the laws of the State of Nevada.

Section 12.2. 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 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 IV above. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation (except as otherwise provided in § 501(h) of the Code, if the Corporation so elects), and the Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office; provided, however, that nothing contained herein shall preclude individual directors, officers, employees or volunteers

**ARTICLES OF INCORPORATION
OF
NEVADA WOMEN'S HISTORY PROJECT**

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from so acting solely in their respective capacities. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under § 501(c)(3) and § 170(c)(2) of the Code, or the regulations thereunder, or (b) a corporation, contributions to which are deductible under § 170(c)(2) of the Code.

Section 12.3. In any taxable year in which this Corporation is a private foundation as described in § 509(a) of the Code, the Corporation (a) shall distribute its income for said period at such time and manner as not to subject it to tax under § 4942 of the Code; (b) shall not engage in any act of self-dealing as defined in § 4941(d) of the Code; (c) shall not retain any excess business holdings as defined in § 4943(c) of the Code; (d) shall not make any investments in such manner as to subject the Corporation to tax under § 4944 of the Code; and (e) shall not make any taxable expenditures as defined in § 4945 of the Code.

**ARTICLE XIII
CHANGE IN ARTICLES OF INCORPORATION**

The Board of Directors of the Corporation shall have the right from time to time to propose or recommend that the Corporation be dissolved or that any provision contained in these Articles of Incorporation be amended, altered, changed, or repealed, provided that no such plan of dissolution or amendment, alteration, change, or repeal shall become effective unless it has been submitted to and approved by the Board of Directors as set forth in the Bylaws, and provided that no such amendment, alteration, change, or repeal shall be made which shall:

- A. Amend, alter, change, or repeal the restrictions set forth in Article XII unless the Code changes so that amending, altering, changing, or repealing such restrictions would not disqualify the Corporation for federal income tax exemption under Code Sections 501(c)(3) and 170(c)(2) or as an organization the contributions to which are deductible under Code Sections 170, 642, 2055, or 2522.
- B. Operate to permit the use, application, or disbursement of any of the principal or income of all or any part of the corporate property for any purpose other than those expressly provided for in these Articles of Incorporation, or other than exclusively for charitable purposes.


**ARTICLES OF INCORPORATION
OF
NEVADA WOMEN'S HISTORY PROJECT**

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**ARTICLE XIV
DISSOLUTION**

The property of the Corporation is irrevocably dedicated to charitable purposes. Upon the dissolution, liquidation and winding up of the Corporation, assets shall be distributed to one or more organizations entitled to exemption from federal income tax under § 501(c)(3), or shall be distributed to the federal government or to one or more state or local governments for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction 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.

The Directors, by signing this consent, waive notice of the time, place, and purpose of the first meeting of the Board of Directors and agree to the transaction of business of the first meeting by written consent of the Directors in lieu of first meeting.

DATED: Feb 9, 2013 

By: Mona Reno
MONA RENO,
Director

By: Lisa Marie Lightfoot
LISA-MARIE LIGHTFOOT,
Director

By: Kathleen Noneman
KATHLEEN NONEMAN,
Director

By: Linda Wyckoff
LINDA WYCKOFF,
Director

By: Patti Bernard
PATTI BERNARD,
Director

By: Catharine Sanders
CATHARINE SANDERS,
Director

By: Carrie Porter
CARRIE PORTER,
Director

By: Grace Davis
GRACE DAVIS,
Director

By: Holly Van Valkenburgh
HOLLY VAN VALKENBURGH,
Director