

All American Post No. 158 Iowa Department #1433
THE AMERICAN LEGION

To
The Public

Fee \$1.80



Filed for record the 24th day of
April A.D. 1935 at 4:05 o'clock P.M.
Valda C. Bishop, Recorder
Pearl E. Shetterly, Deputy

ARTICLES OF INCORPORATION

For the purposes hereinafter set forth and designated we, citizens of the State of Iowa, whose names are hereto subscribed, hereby associate ourselves into a body corporate, not for pecuniary profits, under and in accordance with the provisions of Chapter 394 of the 1931 Code of the State of Iowa and acts amendatory and supplemental thereto, assuming hereby all of the powers granted bodies corporate and assuming all of the duties and obligations imposed by Chapter 394 of the 1931 Code of the State of Iowa and amendments thereto and adopt the following Articles of Incorporation:

ARTICLE I.

The name of this corporation shall be ALL AMERICAN Post No. 158 of the Iowa Department, The American Legion.

ARTICLE II.

The principal place of business of this corporation shall be in the town of EARLHAM, County of Madison, State of Iowa, with its post office address EARLHAM, Iowa.

ARTICLE III.

The objects and purposes of this corporation, among other things, shall be to uphold and defend the Constitution of the United States of America, the Constitution of the State of Iowa; to maintain law and order; to foster and perpetuate a one hundred per cent Americanism; to preserve the memories and incidents of our association in the Great War; to inculcate a sense of individual obligation to the community, state and nation; to combat the autocracy of both the classes and masses; to make right the master of might; to promote peace and good will on earth; to safeguard and transmit to posterity the principals of justice, freedom and democracy; to consecrate and sanctify our comradeship by our devotion to mutual helpfulness.

ARTICLES IV.

Section 1. This corporation shall have power to sue and be sued in its corporate name; to make contracts; to take by gift, devise or bequest real or personal property for purposes appropriate to its creation; and to establish by-laws and make proper rules and regulations necessary for the management of its affairs.

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Sec. 2. This corporation shall have power to purchase, own, control, mortgage, lease, sell or exchange property, either real, personal or mixed, for purposes appropriate to the business of the corporation.

Sec. 3. This corporation shall have power to hold exhibitions, expositions, entertainments and carnivals of a legitimate nature and charge admissions therefor.

Sec. 4. In addition to the foregoing specifically authorized powers, this corporation shall have and exercise all rights, powers and privileges now or hereafter belonging to or conferred upon corporations organized under the provisions of the law authorizing the formation of corporations of the kind hereby formed, without in any particular limiting any of the objections or purposes or powers of the corporation as hereinbefore set forth. The objects and purposes of the corporation shall be from time to time to do any one or more or all of the acts, things, and objects in any manner connected therewith or necessary, incidental, convenient or auxiliary thereto, or calculated directly or indirectly to promote the interests of the corporation or enhance the value of or render profitable any of its property or rights as such a corporation may lawfully do, and all of the foregoing shall be construed as purposes, powers and objects but no recitation, expression or declaration of specific powers or purposes herein enumerated shall be deemed to be exclusive but it is hereby expressly declared that all other lawful powers not inconsistent therewith are hereby included.

ARTICLE V.

The members of this corporation shall consist of all members in good standing of ALL AMERICAN Post No. 158 of the Iowa Department of The American Legion, of Earlham, Iowa, who shall have paid their dues in the Post and conformed with the rules and regulations prescribed for the government thereof, as shown by the records of said Post, and each member of said Post shall have the power to vote at all meetings of the corporation.

ARTICLE VI.

The legal life of this corporation will begin on the date of the issuance of these Articles of Incorporation and the filing of same in the office of the County Recorder of Madison County, State of Iowa, and shall terminate at the expiration of fifty years from said date unless sooner dissolved by a three-fourths vote of the members thereof, or by act of the General Assembly or by operation of law; provided however, that should the Iowa Legislature make provision for the renewal or extension of the legal life of said corporation beyond said period of fifty years, then the same may be renewed or extended in the manner provided by law.

ARTICLE VII.

The officers of this corporation shall be a Commander, one or more Vice-Commanders, Adjutant, Finance Officer, Historian, Chaplain, Sergeant-at-Arms, and such other officers as may be necessary who shall be provided for by the by-laws and the following persons shall constitute the officers and holders of the official positions of said corporation until their successors are elected and qualified:

Commander:
Vice-Commander:
Adjutant:
Finance Officer:
Historian:
Chaplain:
Sergeant-at-Arms:

W.G. Jackson
Elbert Beals
H.E. Carver
Jno. N. Conrad

H.J. Lewis
W.W. Dunmire

The duties of the officers of said corporation shall be those prescribed by the by-laws and in connection with real estate conveyances, all of same shall be signed by the Commander or Vice-Commander and attested by the Adjutant and duly acknowledged by one of such officers. Mortgages, judgments and liens of any kind in favor of the corporation may be satisfied, released or assigned by either the Commander, Vice-Commander or Adjutant or other officer authorized to do so and when legally necessary acknowledged by any one of such officers.

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ARTICLE VIII.

Section 1. The business of this corporation shall be conducted by an executive committee which shall be composed of the officers and five members, which officers and members shall be elected on the second Monday Night of September in each year and take office at the regular meeting of the Post following the election. All elections of officers and executive committee-men shall be by ballot and the candidate or candidates receiving the highest number of votes shall be elected to the respective office or offices for which they are candidates.

Sec. 2. All vacancies in the executive committee or in any office of the Post from any cause other than expiration of their terms of office shall be filled by a majority vote of the remaining members of the committee and the person so designated shall hold office for the unexpired term of the officer or member of the committee whom he is chosen to succeed and the executive committee shall have full power to determine when vacancies exist.

Sec. 3. The executive committee shall have the power to make and adopt by-laws for the government of the membership of this corporation and shall also have the power to hire such employees as may be necessary and shall authorize and approve all expenditures and require sufficient bonds from persons having the custody of the corporate funds and shall generally have charge of and be responsible for the management and affairs of the Post.

Sec. 4. The executive committee shall consist of the officers named in the preceding Article and the following-named members:

MARTIN MOHLER: CLAUDE STUMP: E.G. TOUCH: LEO REINERT: R.B. HUNTER
and said executive committee shall hold office until the first annual meeting of this corporation as fixed in these Articles and until their successors are elected and have qualified.

ARTICLE IX.

Section 1. The regular meetings of this corporation shall be held at the Post club room or room designated for the second and fourth Monday of each month except June, July, and August when it shall be the second Monday. purpose of meeting on the see above of each month at which meeting there may be transacted such business as may be properly brought before it. Such meetings may be converted into entertainment meetings, as may be deemed advisable by the officers of the Post.

Sec. 2. The Commander or a majority of the executive committee shall have power to call a special meeting of the Post at any time.

Sec. 3. Upon the written request of One-third members of the Post, the executive committee shall call a special meeting of the Post.

Sec. 4. One-third members of the Post shall constitute a quorum.

Sec. 5. Every member of the post shall furnish the Adjutant with his or her address for mailing purposes.

Sec. 6. No special notice shall be given of the regular meeting of the Post but the Adjutant shall give at least three days' notice by mail of any special meeting and the Adjutant shall cause notice of the annual meeting for the purpose of election of officers to be given at least ten days prior thereto.

ARTICLE X.

The private property of the officers, committeemen and members shall be exempt from corporate debts.

ARTICLE XI.

This corporation shall not incur or cause to be incurred any liability or obligation which shall subject to liability any other Legion Post, subdivision or group of men, members of the American Legion or other individuals, corporations or organizations, and the indebtedness of this corporation shall not at any time exceed the sum of \$500.00 except by the affirmative

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vote of two-thirds of all the members and in no event shall said indebtedness exceed the sum of \$2000.00.

ARTICLE XII.

Amendments to these articles, except Article IX, may be made at any regular meeting of the Post by vote of two-thirds of all members in attendance at such meeting, provided that the proposed amendment shall have been submitted in writing and read at the next preceding regular meeting of this corporation and provided further that written notice shall have been given to all members at least ten days in advance of the date when such amendment is to be voted upon, notifying said members that at such meeting said proposal to amend the Articles of Incorporation is to be voted upon.

WITNESS OUR HANDS THIS 22 day of April, 1935.

NAME:

RESIDENCE:

W.G. Jackson
Elbert Beals
H.E. Carver
John N. Conrad
Fred Victora
R.J. Lewis
W.W. Dunmire

Earlham, Iowa.

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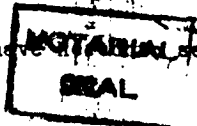
STATE OF IOWA)

) SS:

COUNTY OF MADISON

BE IT REMEMBERED, that on this 22 day of April, A.D. 1935, before me, a Notary Public in and for the County of Madison and State of Iowa, personally appeared W.G. Jackson, Elbert Beals, H.E. Carver, John N. Conrad, Fred Victora, R.J. Lewis, W.W. Dunmire. to me personally known to be the identical persons whose names are subscribed to the foregoing Articles of Incorporation and acknowledged the same to be their voluntary act and deed and executed for the use and purpose therein expressed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year last above written.



Anna Gorman, Notary Public
in and for Madison County, State of Iowa.