

AMENDED ARTICLES OF INCORPORATION  
**THE DAVENPORT ARABIAN HORSE CONSERVANCY**

The undersigned persons under the Illinois General Not For Profit Corporation Act of 1986 as amended adopt the following charter for the above listed corporation:

1. **NAME:** The name of the corporation is The Davenport Arabian Horse Conservancy.
2. **DESIGNATION:** The corporation is a public benefit corporation. It is not a religious corporation.
3. **REGISTERED OFFICE and AGENT:** The complete address of the corporation's initial registered office in Illinois is Craver Farms, RT 1 Box 158, Hillview IL 62050, county of Greene. The name of the initial registered agent at that address is Charles C. Craver.
4. **INCORPORATOR:** Charles C. Craver, RT 1 Box 158, Hillview IL 62050, county of Greene, is the incorporator of the corporation.
5. **PRINCIPAL OFFICE:** The complete address of the principal office of the corporation is 254 E Jefferson, Winchester IL 62694, county of Scott.
6. **NONPROFIT:** This corporation is a not for profit corporation. Said corporation is organized exclusively for educational, research and charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or any corresponding section of any future federal tax code.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its trustees, 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 9 hereof. 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 Internal Revenue Code, or any corresponding section of any future code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or any corresponding section of any future federal tax code.

The Conservancy shall distribute its 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 1954, or the corresponding provision of any subsequent Federal tax laws.

The Conservancy shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or the corresponding provision of any subsequent Federal tax laws.

The Conservancy shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1954, or the corresponding provision of any subsequent Federal tax laws.

The Conservancy shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or the corresponding provision of any subsequent Federal tax laws.

The Conservancy shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or the corresponding provision of any subsequent Federal tax laws.

7. **MEMBERS:** This corporation will not have members such as are described in the statutes governing Illinois not-for-profit corporations.

8. **DISSOLUTION:** The assets of the corporation shall be dedicated to the purposes of the corporation, and the corporation upon dissolution may be dissolved in accordance with the procedures prescribed in Article 12 of the Illinois Not For Profit Corporation Act. Upon the dissolution of the corporation, after payment of all creditors, assets shall be distributed for one or more exempt purposes, within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for public purposes. Any such assets not so disposed of shall be disposed of by the Circuit 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 operating exclusively for such purposes.

9. **PURPOSE:** The corporation is organized for all legal purposes, including but not limited to, the funding and operation of educational, research, and charitable activities which will enhance public awareness and appreciation of the Davenport Arabian horse as Homer Davenport knew it. The term "Davenport Arabian Horse" is defined as a horse which traces in all lines of descent to the horses registered by The Arabian Horse Registry of America as imported directly from Arabia to the United States by Homer Davenport in 1906.

10. **POWERS:** This corporation shall possess and may exercise the power granted to not for profit corporations in Illinois Not For Profit Corporation Act to the extent that such powers are necessary or convenient to carry out its affairs in furtherance of the purposes herein enumerated.

11. **BYLAWS:** This corporation shall adopt bylaws for managing the business and regulating the affairs of the corporation and which may contain any provision not inconsistent with the laws of the State of Illinois and this Charter of Incorporation.

12. **AMENDMENT:** The provisions of this Charter may be amended in accordance with the laws of the State of Illinois governing not for profit corporations and in accordance with provisions in the corporation's Bylaws.

13. **DURATION:** This corporation will exist perpetually unless dissolved in the manner prescribed by law.

14. **REAL ESTATE:** This corporation is not a Condominium Association as established under the Condominium Property Act. This corporation is not a Cooperative Housing Corporation as defined in Section 216 of the Internal Revenue Code of 1954. This corporation is not a Homeowner's Association which administers a common-interest community as defined in subsection (c) of Section 9-102 of the code of Civil Procedure.

15. **DIRECTORS:** This corporation will be governed by a Board of Directors. The initial Directors of this corporation are:

- a. Robert J. Cadranell, 2500 Westlake AV N, Seattle WA 98109
- b. Charles C. Craver, RT 1 Box 158, Hillview IL 62050
- c. Jeanne E. Craver, RT 1 Box 158, Hillview IL 62050
- d. Dr. Jerald Dirks, PO Box 325, Kiowa CO 80117
- e. David Jones, 12315 McMahan RD, Pecatonica IL 61063
- f. Alice Martin Kuhn, RT 1, New Berlin IL 62670
- g. Carol Lyons, 5839 Nonpareil RD, Sutherlin OR 97479
- h. Dr. F. W. Mimmack, 16619 E Easter AV, Aurora CO 80016

Amendments approved by the Board of Directors on June 6, 1994.

Signed by its Secretary-Treasurer, Jeanne Craver