

**ARTICLES OF INCORPORATION
OF
FBI NATIONAL ACADEMY ASSOCIATES OF WISCONSIN, INCORPORATED**

The undersigned, being a natural person of the age of 18 years or more, acting as incorporator of a corporation under Chapter 181 of the Wisconsin statutes, hereby executes the following Articles of Incorporation.

**ARTICLE I
NAME**

The name of the Corporation is FBI National Academy Associates of Wisconsin, Incorporated (the "Corporation").

**ARTICLE II
PERIOD OF EXISTENCE**

The period of existence of the Corporation shall be perpetual.

**ARTICLE III
PURPOSES**

The Corporation is organized and shall be operated exclusively for charitable, educational and scientific purposes, as defined in § 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any successor statute (the "Code"), including, but not limited to, the following:

- (a) The purposes of this Corporation shall be to uphold and defend the Constitution of the United States and the State of Wisconsin, as well as laws in our respective jurisdictions; to protect our country and its citizens from any and all enemies, whether foreign or domestic; to always be on alert and ready to take the proper action against any person or persons who propose the overthrow of our form of government or who violate a law involving the person or property of any citizen; to promote and encourage training programs in the various duly constituted law enforcement departments in our country; to maintain police training under the direction, control and sponsorship of law enforcement officials and organizations; to assist in every way possible, individually and as an organization, to the end that all law enforcement officers of our country may receive the benefit of our training received at the FBI National Academy; to cooperate and encourage cooperation with the Federal Bureau of Investigation ("FBI") in any and every way possible; to use and inform all law enforcement officers of the various facilities of the FBI and like facilities in their respective countries available to them, and encourage their use and in so doing increase the efficiency of law enforcement throughout the world; to perpetuate the memory of our association with the members of our class, associates, both National and International, and the faculty of the FBI National Academy; to attend and encourage attendance at all meetings of our local or regional chapters of the FBI National Academy Associates and all Re-

Training Sessions of the FBI National Academy Associates; to encourage and assist in the enlightenment and education of the general public in matters of interest to our citizenry, and particularly regarding their responsibility to cooperate with law enforcement officers in the detection and prevention of crime, and to avail all information possible to the proper authorities that will aid in the solution of crimes when committed and the apprehension of criminals responsible therefore; and to exchange and disseminate ideas and information with all duly constituted law enforcement officers and the general public in all matters of mutual interest, thereby pledging and striving for the highest degree of respect for law and order and the maintenance thereof and to always conduct ourselves in both private life and official position in a manner that will lend strength, dignity and credit to the profession of law enforcement;

- (b) The Corporation shall be operated for the benefit of, and to carry out and support the purposes of the FBI National Academy Associates, Inc., a Virginia nonprofit corporation, and is supervised by the FBI National Academy Associates, Inc., so long as the FBI National Academy Associates, Inc. continues to be recognized as an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code.
- (c) To receive, obtain, control, hold, administer, invest and reinvest and disburse such funds and property of any type as may be received by the Corporation, either absolutely or in trust, from gifts, bequests, devises, grants, contributions, or otherwise, and the earnings and increments thereof for the purposes herein described;
- (d) To own, lease, sell, exchange or otherwise deal with all property, real and personal, to be used in furtherance of these purposes; and
- (e) To engage in any and all lawful activities incidental, useful or necessary to the accomplishment of the above-referenced purposes.

ARTICLE IV **POWERS**

The Corporation shall have all powers conferred upon nonstock, nonprofit corporations organized under Chapter 181 of the Wisconsin Statutes and any successor provisions thereto now enacted or hereafter amended, but shall exercise such powers only in fulfillment of its above-stated purposes.

ARTICLE V **MEMBERS**

The Corporation shall have members. The number, powers, duties and all other matters pertaining to the members shall be provided in the Bylaws of the Corporation.

ARTICLE VI
DIRECTORS

The number of directors, their powers and duties, qualifications, tenure, manner of election, and all other matters pertaining to the directors shall be as provided in the Bylaws of the Corporation, but the number of directors shall not be less than three (3).

ARTICLE VII
REGISTERED AGENT

The name and address of the registered agent of the Corporation is Robert J. Rosch, 210 Cottonwood Avenue, Hartland, WI 53209.

ARTICLE VIII
PRINCIPAL OFFICE

The principal office and mailing address of the Corporation is Federal Bureau of Investigation 330 E. Kilbourn Avenue, Suite 600, Milwaukee, WI 53202-6627.

ARTICLE IX
INCORPORATORS

The names and addresses of the incorporators are:

Robert J. Rosch
210 Cottonwood Ave.
Hartland, WI 53209

Kurt L. Picknell
1770 County Road NN
Elkhorn, WI 53121

Dennis J. Fortunato
W5323 Martin Lane
Fond du Lac, WI 54935

Michael H. Keller
365 N. Wisconsin St.
Port Washington, WI 53074-0365

ARTICLE X
RESTRICTIONS

At all times, and notwithstanding the merger, consolidation, reorganization, termination, dissolution or winding up of the Corporation (voluntary or involuntary or by operation of law), or any other provision hereof:

- (a) The Corporation shall not possess or exercise any power or authority, whether expressly, by interpretation, or by operation of law, that would pose a substantial risk of preventing it at any time from qualifying and continuing to qualify as a corporation described in Section 501(c)(3) of the Code, contributions to which are deductible for federal income tax purposes, nor shall the Corporation engage directly or indirectly in any activity that would pose a substantial risk of causing the loss of such qualification under Section 501(c)(3) of the Code.
- (b) At no time shall the Corporation engage in any activities that are unlawful under the laws of the United States, the State of Wisconsin, or any other jurisdiction where any of its activities are carried on.
- (c) No part of the assets or net earnings of the Corporation shall be used, nor shall the Corporation be organized or operated for the purposes that are not exclusively charitable, scientific, or educational within the meaning of Section 501(c)(3) of the Code.
- (d) The Corporation shall not be operated for the primary purpose of carrying on a trade or business for profit.
- (e) The Corporation shall not carry on propaganda or otherwise attempt to influence legislation to an extent that would disqualify it for tax exemption under Section 501(c)(3) of the Code by reason of attempting to influence legislation, nor shall the Corporation, directly or indirectly, participate or intervene in (including without limitation, the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.
- (f) No solicitation of contributions to the Corporation shall be made, and no gift, bequest or devise to the Corporation shall be accepted, upon any condition or limitation that would pose a substantial risk of causing the Corporation to lose its tax exemption under Section 501(c)(3) of the Code.
- (g) Pursuant to the prohibitions contained in Section 501(c)(3) of the Code, no part of the net earnings, current or accumulated, of the Corporation shall inure to the benefit of any private individual, 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 III hereof.
- (h) Notwithstanding any other provision of these Articles, if at any time or times the Corporation is a private foundation within the meaning of Section 509 of the Code, then during such time or times:

- (1) The Corporation shall not be controlled, directly or indirectly, by one or more disqualified persons (as defined in Section 4946 of the Code) other than foundation managers;
- (2) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to subject the Corporation to tax under Section 4942 of the Code;
- (3) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code;
- (4) The Corporation shall not make any investments in such a manner as to subject the Corporation to tax under Section 4944 of the Code; and
- (5) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Code.

ARTICLE XI
NON-DISCRIMINATION

The Corporation shall not discriminate in its hiring practices, in the compensation of its employees, in carrying out its charitable, educational and scientific purposes, or in any other manner on the basis of age, race, creed, color, handicap, marital status, gender, sexual orientation, national origin, ancestry, arrest record or conviction record, as those terms are defined in Chapter 111 of the Wisconsin Statutes.

ARTICLE XII
BYLAWS

The Bylaws of the Corporation shall be adopted by the Board of Directors of the Corporation in such form as they may choose, consistent with these Articles of Incorporation.

ARTICLE XIII
DISSOLUTION

The Corporation may be dissolved upon adoption of a plan to dissolve in the manner now or hereafter provided in the Wisconsin Statutes. In the event of dissolution of the Corporation, no liquidating or other dividends and no distribution of property owned by the Corporation shall be declared or paid to any private individual, but the net assets of the Corporation shall be distributed as follows:

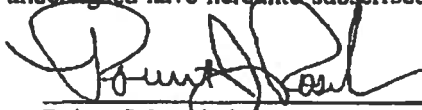
- (1) All liabilities and obligations of the Corporation shall be paid, satisfied and discharged, or adequate provision shall be made therefore; and

- (2) All assets of the Corporation remaining after all liabilities and obligations of the Corporation have been paid, satisfied and discharged, or adequate provision shall be made therefor, shall be distributed to the FBI National Academy Associates, Inc.;
- (3) If on the date of such proposed distribution, the FBI National Academy Associates, Inc. is no longer in existence or does not qualify for exempt status under § 501(c)(3) of the Code, the assets of the Corporation shall be transferred, conveyed and distributed for one or more exempt purposes within the meaning of § 501(c)(3) of the Code.

ARTICLE XIV
AMENDMENT OF ARTICLES

These Articles may be amended in the manner authorized by the Wisconsin Statutes at the time of amendment or as provided by the Bylaws of the Corporation.

IN WITNESS WHEREOF, the undersigned have hereunto subscribed their names this 3 day of June, 2013.



Robert J. Rosch, Incorporator



Kurt L. Picknell, Incorporator



Dennis J. Fortunato, Incorporator



Michael H. Keller, Incorporator

This document is drafted by
and after recording should
be returned to:

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