

Certificate 43727



CERTIFICATE OF INCORPORATION
OF

THE FRIENDS OF THE CHATEAU DEMORES

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that duplicate originals of Articles of Incorporation for the incorporation of

THE FRIENDS OF THE CHATEAU DEMORES

duly signed and verified pursuant to the provisions of the North Dakota Nonprofit 10-24 N.D.C.C. Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation to

THE FRIENDS OF THE CHATEAU DEMORES

and attaches hereto a duplicate original of the Articles of Incorporation.

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State at the Capitol in the City of Bismarck, this 27th day of February A. D., 19 90

JIM KUSLER Secretary of State.

By..... Deputy.

ARTICLES OF INCORPORATION
of
THE FRIENDS OF THE CHATEAU DEMORES

To Jim Kusler,
North Dakota Secretary of State

We, the undersigned, being natural persons of the age of twenty-one years or more and residents of the state of North Dakota, for the purpose of forming a corporation, do hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the Corporation is The Friends of the Chateau DeMores.

ARTICLE II

The purpose or purposes for which the Corporation is organized are:

1. To promote and assist in the interpretation, preservation, and the promotion of education of the Chateau DeMores historic site, DeMores Park historic site, and Chimney Park historic site, all in or near Medora, North Dakota, through the donation of funds, labor, and the benefits of public awareness.
2. To assist in those activities, sanctioned by the North Dakota State Historical Society, that support the historical integrity of the DeMores sites.
3. To originate, organize, and execute those activities seen as vital and supportive of the legacy of Antoine Amedee Marie Vincent Manca de Vallombrosa, the Marquis DeMores, his wife Medora von Hoffman Vallombrosa DeMores, his children Athenais de Vallombrosa de Graf-fenreid, Duke Louis Vallombrosa, Paul Vallombrosa, and his grandson Antoine de Vallombrosa, including acquiring research materials, interviews, artifacts, and general knowledge, and to make such articles and information available to the North Dakota State Historical Society as is seen necessary and proper.
4. To originate, organize, and execute those activities which may serve the purpose of fundraising or to promote the educational mission of the Organization.

ARTICLE III

The names and addresses of the incorporators who shall serve as officers, directors, and manage the affairs of The Friends of the Chateau DeMores (hereinafter referred to as the Organization) until their successors are elected and qualified are:

James W. M. Fischer	Medora, North Dakota
Milford Vanvig	Medora, North Dakota
Margaret Just	Medora, North Dakota
Bea Lazorenko	Medora, North Dakota

ARTICLE IV

The officers shall be composed of four members who shall serve for such terms as may be specified in the by-laws.

ARTICLE V

The address of the principal office of the Organization shall be P.O. Box 4, Medora, North Dakota, and the name and address of its agent upon whom process may be served is James W. M. Fischer, P. O. Box 353, Medora, North Dakota.

ARTICLE VI

The duration of the Organization is perpetual.

ARTICLE VII

The undersigned incorporators shall be members in the Organization. In addition to the undersigned incorporators, any person, family, firm, association, corporation, or subdivision thereof, upon payment of such membership fee as shall be specified in the by-laws, may become a member of the Organization by:

- (a.) Agreeing to comply with and be bound by the Articles of Incorporation and bylaws of the Organization and any rules and regulations adopted by the officers, provided, however, that no person, firm, association, corporation, or subdivision thereof, except the incorporators or the Organization, shall become a member unless and until he, she, or it has been accepted for membership by the officers or the members. No member may hold more than one membership in the Organization.

ARTICLE VIII

SECTION 1. The first set of bylaws of the Organization shall be adopted by the the officers, but thereafter the bylaws of the Organization may be altered, amended, or repealed by the members at any regular or special meeting, provided that the notice of such meeting shall publicize the proposed alteration, amendment, or repeal.

SECTION 2. The bylaws of the Organization may define and fix other duties and responsibilities of the members and prescribe other terms and conditions upon which members shall be admitted to and retain membership in the Organization, provide for methods of voting, quorum requirements, and any other matters relating to the internal organization and management of the Organization, provided that such provision shall not be inconsistent with these articles of incorporation or the Act under which the Organization is organized.

SECTION 3. The officers shall have power to make and adopt such rules and regulations not inconsistent with these Articles of Incorporation or the bylaws of the Organization, as it may deem advisable for the management, administration and regulation of the business and affairs of the Organization.

SECTION 4. The property of the members of the Organization shall not be subject to the payment of, and no member shall be individually responsible for, corporate debts to any extent whatever.

ARTICLE IX

The Organization may amend, alter, change, or repeal any provision contained in these Articles of Incorporation by the affirmative vote of a majority of the members voting thereon at any regular or special meeting, provided the notice of such meeting shall have contained a copy of the proposed alteration, amendment or repeal.

In witness whereof, we have hereunto set our hands this Fifteenth Day of February, Nineteen Hundred Ninety.

John H. Fischer
President

William Hanning
Vice-President

Margaret A. Just
Secretary

Ben Lazrenko
Treasurer

Barbara Oestad

Notary Public

Billings County, North Dakota

My Commission Expires: 3-13-91