



AOC Foundation Articles of Incorporation

DBA - AOC Foundation

Filed and Recorded: April 26, 1985

Amended: April 24, 1986

Amendment Effective: June 16, 1986

Amended: June 23, 2011

I, the undersigned, do hereby form a non-stock corporation under the provisions of Chapter 2, Title 13.1 of the Code of Virginia, for such cases made and provided and by this our Articles of Incorporation set forth the following:

First: The name of the corporation shall be AOC EDUCATIONAL FOUNDATION, INC. It shall be authorized to do business as the AOC Foundation.

Second: The registered office of this corporation shall be located in the City of Alexandria, Virginia, the post office address being 1000 North Payne Street, Suite 200, Alexandria, Virginia 22314. The name of the registered agent is National Registered Agents, Inc., 4001 North Ninth Street, Suite 227, Arlington, VA 22203. The business office of the corporation is the same as the registered office of the corporation.

Third: Said corporation is organized to advance the legacy of the Electronic Warfare professional, to advance the educational requirements of the profession of the Electronic Warfare, and to support the members and chapter and membership programs of the Association of Old Crows, 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 corresponding section of any future federal tax code.

Fourth: 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 to the purposes set forth in Article Three 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 (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Fifth: Upon the dissolution of the corporation, 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 tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas 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.

Sixth: The initial Board of Directors shall be Twenty-Three (23) in number and their names and residences are as follows:

Doyle E. Larson
13509 York Avenue South
Burnsville, MN 55337

Albert A. Gallotta, Jr.
4006 Winterset Drive
Annandale, VA 22003

Russel J. McClintock
2121 Rampart Drive
Alexandria, VA 22308

Lawrence H. Blackman
3718 South 12th Street
Arlington, VA 22204

Lynwood A. Cosby
Teledyne MEC
1501 Wilson Blvd., Suite 900
Arlington, VA 22209

Warren G. Austin
6903 Clemson Drive
Alexandria, VA 22307

Anton Brees
Northrop Corporation
600 Hicks Rd, Room 6092
Rolling Meadows, IL 60008

Gerald J. Carey, Jr.
5760 Clinchfield Trail
Norcross, GA 30092

William S. Crawford
430 Saint Asaph Street
Alexandria, VA 22314

Thomas F. Curry
P.O. Box 310
Oakton, VA 22124

Beatrice Dowd
876 S. Springer Rd
Los Altos, CA 94022



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Craig L. Johnson
2907 Gainesborough
San Antonio, TX 78230

Martin J. McDonald
6224 Gentle Lane
Alexandria, VA 22310

Edward C Mishou
1835 Hidden Hills
Rockwall, TX 75087

Arthur E. Monahan, Jr.
3270 Samantha Drive
Santa Ynez, CA 93460

Robert L. Agnew
1372 Fairground Road
Xenia, OH 45385

Francis P. Dube
58 Tater Road
Mount Vernon, NH 03057

Dan K. Dunbar
933 S Madison Avenue
Pasadena, CA 91106

K. A. Gilroy
US Delegation Box 111
APO New York, NY 09667

William L. King
101 Molded Stone Place
Warner Robins, GA 31093

George P. Menosky
4536 Harvest Hill Road
Dallas, TX 75234

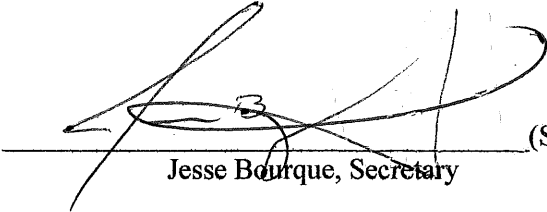
Bill Myer
1902 San Diego Circle
Sierra Vista, AZ 85635

Donald B. Ricketts
1240 Crescent Terrace
Sunnyvale, CA 94087

Future directors will be selected by a vote of the membership.

Seventh: All members shall be of one class, active voting members.

Given under my hand and seal, this 23rd day of June, 2011.



Jesse Bourque, Secretary (SEAL)