

#### Article I. Name

The name of the corporation shall remain D'Arbonne Range Riders, Inc.

#### Article II. Duration

This corporation shall have and enjoy perpetual corporate existence, unless dissolved pursuant to law.

#### Article III. Purposes

Section 1: This corporation is a nonprofit corporation as defined in Section 201, subsection 7, of Title 12, of the Louisiana Revised Statutes, as amended, and it generally shall possess all the rights, powers, and privileges, capacities, and immunities which nonprofit corporations are authorized and may hereafter be authorized to possess under the Constitution and laws of this state, and particularly under Title 12, Section 201, et seq., of the Louisiana Revised Statutes. Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on by the corporation exempt from federal income tax under the applicable subsections of 501 if the Internal Revenue Code of 1954.

Section 2: This corporation is organized for the promotion of self-sufficiency and self-confidence and to do any and all things germane, incidental, and necessary to carry these objects and purposes into full effect.

Section 3: In order to carry out its objectives and purposes, and without limitation of the powers conferred upon it by law, this corporation shall be capable in law and shall have full power to purchase, lease, receive, take, hold, own, possess, enjoy, administer, and retain to it and its successors, property, land, rents, tenements, stock, goods, chattels, and effects of whatever nature, kind, or quality, whether real., personal, or mixed, by gift, grant, sale, lease, transfer, bequest, testament, legacy, or by any other mode of conveyance or transfer whatsoever; and to give, grant, bargain, sell, convey, transfer, alienate, effect, lease, mortgage, hypothecate, and otherwise dispose of or encumber, and also to improve and augment such property, land, rents, tenements, stock, goods, chattel, and effects of all natures whatsoever of which it may become possessed. It shall have the power to make a corporate seal and to break, alter, or abolish this seal at pleasure; and further, it shall have the power to sue and be sued in its corporate name and execute notes, bond, or other evidences of debt.

#### Article IV: Registered Office

The domicile of this corporation shall be in the Parish of Union, State of Louisiana, and the location of its registered office shall be 202 Rodeo Road, Farmerville, Louisiana 71241 and its address shall be Post Office Box 1036, Farmerville, Louisiana 71241.

#### Article V: Registered Agents

The full name and post office address of the corporation's registered agents is as follows: Kristin Bryan, 476 Bear Creek Road, Farmerville, Louisiana 71241 and Kallie Haacks 1684 Salem Road, Marion, LA 71260.

#### Article VI: Membership

Section 1: Membership shall be open to persons eighteen years of age or older and their families. Voting members shall have the right to one vote on each subject to any conditions or limitations contained herein or in the by-laws of this corporation.

Section 2: The corporation's records as kept by the Secretary of this corporation shall be conclusive evidence as to the membership of the corporation and suffrage eligibility.

#### Article VII: Board of Directors

Section 1: All corporate powers of this organization shall be vested in and all business and affairs shall be managed by a Board of Directors or their designee.

Section 2: The Board of Directors of this corporation shall consist of the number of persons designated by the bylaws of this corporation; however, the board of directors shall not consist of fewer than 5 persons, nor more than 11 persons. The Board of Directors shall be voted on by the general membership and shall serve in such capacity until they are replaced by the membership of this corporation.

Section 3: The Board of Directors shall be elected annually on or before the first day of each fiscal year and shall serve until their successors are elected and qualified.

Section 4: The general membership shall elect a president; a vice-president; a secretary; a treasurer; an advertising secretary; and any other position as deemed necessary by the Board of Directors.

Section 5: Any vacancy occurring among the Board of Directors of the corporation by death, resignation, or otherwise shall be filled as designated by the bylaws of this corporation.

Section 6: The Board of Directors shall make recommendations to the general membership and the membership will vote on these recommendations.

Section 7: The Board of Directors shall establish the frequency of its own meetings and shall call meetings upon request of a majority of the membership thereof. A majority of the Board of Directors shall constitute a quorum for any meeting held by the Board of Directors.

Section 8: The first Board of Directors of this corporation shall be composed of persons who shall serve for at least the term designated and until their successors are duly elected and qualified, unless otherwise removed in accordance with the articles of incorporation and bylaws of this corporation.

## Article VIII: Membership Meetings

Section 1: An annual meeting of the membership of this corporation shall be held on or before the end of the fiscal year, the specific date to be selected by the Board of Directors.

Section 2: Special Meetings of the membership of this corporation may be called at any time by the President; or by a member of the Board of Directors; or at the written request of not less than fifteen percent (15%) of the membership in good standing.

Section 3: Notification to the members of this corporation of any meetings of the members to be held as herein above provided shall be given written notice of the meeting including the time, place, and date on which the meeting shall be held. Notice should be given in a timely manner. Notice may be waived in writing by the member or by the member's presence at the meeting.

## Article IX: Bank Deposits

The Board of Directors shall have full authority to designate banks or other institutions for the deposit of funds of the corporation. All checks or demands for money and notes of the corporation shall be signed by such officer or other person as the Board of Directors may from time to time designate.

## Article X: General

Section 1: 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 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 III, Section 2, 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 distributing of statements) any political campaign on behalf of any candidate for public office. Notwithstanding 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 the applicable subsections of Section of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or
- (b) By a corporation that the contributions to which are deductible under Section 170(c)2 of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Section 2: No member, director, officer, panel member, employee, or volunteer of this corporation shall ever be personally liable or responsible for any debts, liabilities, or obligations of this corporation nor shall any individual member of this corporation have any share or interest in any of the assets or income of this corporation which is organized as a nonprofit corporation, the assets of which shall belong solely to the corporation itself.

If any member ceases to be a member of this corporation, he or she shall have no interest in any of the property, rights, or credits of the corporation.

Section 3: Upon dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such a manner or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under applicable subsections of Section 501 of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the district court of the Parish in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as that Court shall determine, which are organized and operated exclusively for such purposes.

#### Article XII: Amendment of the Articles of the Incorporation

These articles may be modified, altered, or amended by the majority vote of the members present at any annual meeting or special meeting of the corporation held pursuant to Article VIII.