

ARTICLES OF INCORPORATION  
OF THE

JUNEAU YACHT CLUB  
a non-profit corporation

We, the undersigned natural persons of lawful age residents, of Juneau, Alaska, do hereby unite to form a non-profit corporation, whose principal place of business shall be at Juneau, Alaska, in the First Division of Alaska, under, pursuant to and in conformity with the laws of the Territory of Alaska; and herein form such body corporate as herein set forth;

1. The name of the corporation shall be "JUNEAU YACHT CLUB" .
2. The nature of the business, and the objects and purposes to be transacted, promoted and carried on, are to do any and all things herein mentioned, as fully and to the same extent as natural persons might or could do, namely:
  - (a) To encourage and develop the sport of yachting in and about the vicinity of Juneau, Alaska;
  - (b) To promote the science of" seamanship and navigation;
  - (c) To carry on the business of a yacht or boat club and generally to furnish to its selected members those recreational entertainments and facilities customarily associated with social clubs and organizations, and clubs or societies of a more exclusive nature;
  - (d) To purchase, acquire, lease, own and manage lands and buildings, yacht and boat clubs, grounds, rights, privileges, franchises, and equipment of all kinds and nature, necessary and requisite to carry out the purposes for which the corporation was formed;
  - (e) To erect, maintain, purchase, or rent, hire, lease, let or otherwise acquire or dispose of buildings or structures for said purposes; and to acquire, sell, mortgage, lease or otherwise acquire or dispose of all real or personal property necessary or convenient to such purposes;
  - (f) To carry on the business of managers or proprietors of any kind of place of amusement;
  - (g) To carry on the business of innkeepers, restaurant keepers, caterers, tobacconists, dealers in provisions, and generally to acquire, hold, manage and dispose of property of every kind and description pertaining to such business or businesses, and to do everything necessary and proper to the conduct and preservation thereof.
3. The burgee of the club shall be a two-pointed flag; the device a polar bear sitting on a cake of ice in white, all on a blue field.
4. **The physical location of the principal registered office is Aurora Basin, Juneau, Alaska 99801; the mailing address of the principal registered office of the corporation is P.O. Box 20146 Juneau, Alaska 99802. The name of the registered agent at the registered office is William Brock. - 11/20/90**
5. **The period or duration of this corporation is perpetual. - 11/20/90**

6. The officers may, by resolution adopted by the club, at any time pledge the property of the corporation, or mortgage the same, for any amount not inconsistent with sound business practices .
7. The highest amount of indebtedness or liability to which the Juneau Yacht Club shall at any time be subject is that amount equal to the total value of its assets over and above its total liabilities.
8. **Membership shall be open to persons who are interested in encouraging and developing the sport of yachting and its related activities. The corporation may have more than one class of members. The designation of the class or classes, the manner of election or appointment, the qualifications, obligations and rights of the members of each class and similar matters shall be set out in the bylaws. - 11/20/90**
9. **The powers of the corporation shall be exercised by or under the authority of the Board of Directors, and all the affairs of the corporation shall be controlled by the Board of Directors, subject to the rights of the members provided for herein and in the bylaws. The number of Directors of the corporation shall be at least three. - 11/20/90**
10. **The Articles of Incorporation shall be amended as follows: The Board of Directors shall adopt a resolution setting out the proposed amendment(s) and directing that it be submitted to a vote at an annual or a special meeting. Written notice setting out the proposed amendment or a summary of the changes shall be given to each member entitled to vote within the time and in the manner provided by law and the bylaws for the giving of notice of meetings of members. The proposed amendment shall be adopted and is effective if it receives during any regular or special meeting called for that purpose at which a quorum is present the affirmative vote of at least two-thirds of the members present. - 11/20/90**
11. **The internal affairs of the corporation shall be regulated by its bylaws. The members of this corporation shall have full power to adopt a code of bylaws for the corporation. Amendments to the bylaws must first be approved by the Board of Directors and shall become effective after approval at any regular or special meeting called for that purpose, at which a quorum is present, by the affirmed vote of a majority of the members present. - 11/20/90**
12. **In furtherance of and consistent with the general powers conferred by the laws of the State of Alaska, the members are explicitly authorized to exercise any and all other powers in addition to the powers expressly conferred by law and these articles of incorporation through appropriate bylaw provision or otherwise. - 11/20/90**

IN WITNESS WHEREOF we, the undersigned, being all of the incorporators hereinafter named, hereunto set our hands and seals in the execution of these articles of incorporation of the Juneau Yacht Club, in triplicate, at Juneau, Alaska, on this 1st day of July, 1955.