

No: W00710620  
Date: 10/20/2010

# IOWA

## SECRETARY OF STATE

504RDN-405772  
JERRED D. RUBLE FAMILY CHARITABLE FOUNDATION

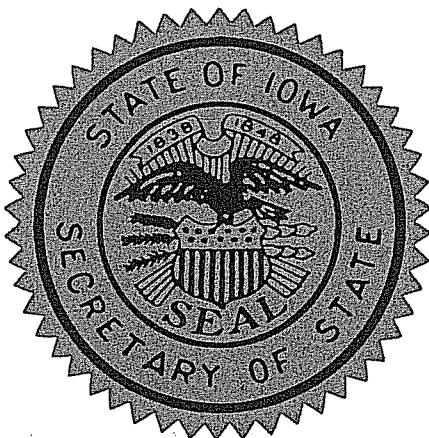
### ACKNOWLEDGEMENT OF DOCUMENT FILED

The Secretary of State acknowledges receipt of the following document:

Articles of Incorporation

The document was filed on Oct 19 2010 8:50AM, to be effective as of Oct 19 2010 8:50AM.

The amount of \$20.00 was received in full payment of the filing fee.



*Michael A. Mauro*  
MICHAEL A. MAURO SECRETARY OF STATE



405772

520.00 KARE 2 0/19/10

ARTI 546507

**ARTICLES OF INCORPORATION**

**OF**

**JERRED D. RUBLE FAMILY CHARITABLE FOUNDATION**

**TO: THE SECRETARY OF STATE  
OF THE STATE OF IOWA**

Pursuant to Section 504.202 of the Revised Iowa Nonprofit Corporation Act, the undersigned, acting as incorporator, adopts the following Articles of Incorporation:

**ARTICLE I.**

The name of the Corporation is Jerred D. Ruble Family Charitable Foundation (the "Corporation").

**ARTICLE II.**

The Corporation shall have perpetual duration.

**ARTICLE III.**

The purpose for which the Corporation is organized is for the purpose of the collecting, maintaining, and displaying of historically significant pieces of agricultural equipment and other memorabilia. Notwithstanding the foregoing, however, the Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, 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 of 1986, as amended (or corresponding section of any future federal tax code).

**ARTICLE IV.**

The Corporation is not organized for profit. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its trustees, officers, or any 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 of the purposes set forth in Article III 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 or in opposition to 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

4

federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code; or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or the corresponding section of any future federal tax code).

#### **ARTICLE V.**

The street address of the initial registered office of the Corporation is 103 East State Street, Suite 800, Mason City, Iowa 50401, located in the County of Cerro Gordo, and the name of its initial registered agent at such address is David A. Grooters.

#### **ARTICLE VI.**

The name and address of the incorporator is: Jerred D. Ruble, 754 342<sup>nd</sup> Street, Hanlontown, Iowa 50444.

#### **ARTICLE VII.**

The names and addresses of the individuals who are to serve as initial Directors are:

Jerred D. Ruble	754 342 <sup>nd</sup> Street Hanlontown, Iowa 50444
Eileen L. Ruble	754 342 <sup>nd</sup> Street Hanlontown, Iowa 50444
Nathan C. Ruble	1520 Cimerron Drive Bismarck, North Dakota 58503
Timothy J. Ruble	2915 Hunters Point Carrollton, Texas 75007

#### **ARTICLE VIII.**

The Corporation shall have no members.

#### **ARTICLE IX.**

The Corporation shall have all of the powers given to it by the laws of the State of Iowa; provided, however, only such powers shall be exercised as are in furtherance of the tax-exempt purposes of the Corporation and as may be exercised by an organization

exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law).

- (a) The Corporation will distribute its income for each tax year at such time and in such manner so that it will not become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, as amended (or corresponding provisions of any later federal tax laws).
- (b) The Corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, as amended (or corresponding provisions of any later federal tax laws).
- (c) The Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, as amended (or corresponding provisions of any later federal tax laws).
- (d) The Corporation will not make any investments in a manner that would subject it to tax under Section 4944 of the Internal Revenue Code of 1986, as amended (or corresponding provisions of any later federal tax laws).
- (e) The Corporation will not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, as amended (or corresponding provisions of any future federal tax laws).

#### ARTICLE X.

Upon the winding up and dissolution of the Corporation and after paying or adequately providing for the debts and obligations of the Corporation, the remaining assets shall be distributed by the Board of Directors 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 federal 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 District Court 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 such Court shall determine, which are organized and operated exclusively for such purposes.

#### ARTICLE XI.

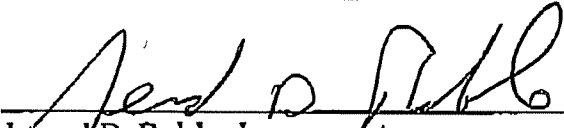
A director of the Corporation shall not be liable to the Corporation for money damages for any action taken, or any failure to take any action, as a director, except

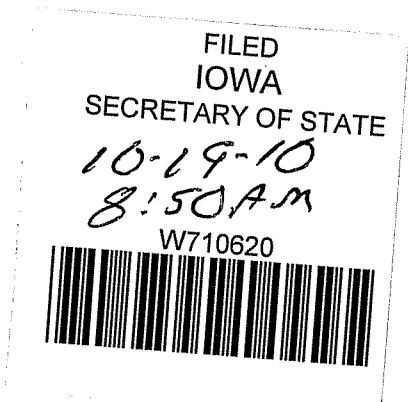
liability for any of the following: (1) the amount of a financial benefit received by a director to which the director is not entitled; (2) an intentional infliction of harm on the Corporation; (3) a violation of the unlawful distribution provision of the Revised Iowa Nonprofit Corporation Act; or (4) an intentional violation of criminal law. If the Revised Iowa Nonprofit Corporation Act is hereafter amended to authorize the further elimination or limitation of the liability of directors, then the liability of a director of the Corporation, in addition to the limitation on personal liability provided herein, shall be eliminated or limited to the extent of such amendment, automatically and without any further action, to the fullest extent permitted by law. Any repeal or modification of this Article shall be prospective only and shall not adversely affect any limitation on the personal liability or any other right or protection of a director of the Corporation with respect to any state of facts existing at or prior to the time of such repeal or modification.

**ARTICLE XII.**

The Corporation shall indemnify a director for liability (as such term is defined in Section 504.851(5) of the Revised Iowa Nonprofit Corporation Act) to any person for any action taken, or any failure to take any action, as a director, except liability for any of the following: (1) receipt of a financial benefit by a director to which the director is not entitled; (2) an intentional infliction of harm on the Corporation; (3) a violation of the unlawful distribution provision of the Revised Iowa Nonprofit Corporation Act; or (4) an intentional violation of criminal law. Without limiting the foregoing, the Corporation shall exercise all of its permissive powers as often as necessary to indemnify and advance expenses to its directors and officers to the fullest extent permitted by law. If the Revised Iowa Nonprofit Corporation Act is hereafter amended to authorize broader indemnification, then the indemnification obligations of the Corporation shall be deemed amended automatically and without any further action to require indemnification and advancement of funds to pay for or reimburse expenses of its directors and officers to the fullest extent permitted by law. Any repeal or modification of this Article shall be prospective only and shall not adversely affect any indemnification obligations of the Corporation with respect to any state of facts existing at or prior to the time of such repeal or modification.

IN WITNESS WHEREOF, the incorporator hereof has caused this document to be executed on the 18 day of October, 2010.

  
 Jerred D. Ruble, Incorporator





**EIN Assistant**

Your Progress:      1. Identity      2. Authenticate      3. Addresses      4. Details      **5. EIN Confirmation**

**Congratulations! Your EIN has been successfully assigned.**

EIN Assigned: **45-2153676**

Legal Name: **JERRED D RUBLE FAMILY CHARITABLE  
FOUNDATION**

**IMPORTANT:**

**Save and/or print this page and the confirmation letter below for your permanent records.**

The confirmation letter below is your official IRS notice and contains important information regarding your EIN.


 [CLICK HERE for Your EIN Confirmation Letter](#)


[Help with saving and printing your letter](#)

Once you have saved or printed your letter, click "Continue" to get additional information about using your new EIN.

Continue >>

**Help Topics**

 [What if I do not have access to a printer at this time?](#)

 [Can I access this letter at a later date?](#)



DEPARTMENT OF THE TREASURY  
INTERNAL REVENUE SERVICE  
CINCINNATI OH 45999-0023

Date of this notice: 05-10-2011

Employer Identification Number:  
45-2153676

Form: SS-4

Number of this notice: CP 575 E

JERRED D RUBLE FAMILY CHARITABLE  
FOUNDATION  
754 342ND ST  
HANLONTOWN, IA 50444

For assistance you may call us at:  
1-800-829-4933

IF YOU WRITE, ATTACH THE  
STUB AT THE END OF THIS NOTICE.

WE ASSIGNED YOU AN EMPLOYER IDENTIFICATION NUMBER

Thank you for applying for an Employer Identification Number (EIN). We assigned you EIN 45-2153676. This EIN will identify you, your business accounts, tax returns, and documents, even if you have no employees. Please keep this notice in your permanent records.

When filing tax documents, payments, and related correspondence, it is very important that you use your EIN and complete name and address exactly as shown above. Any variation may cause a delay in processing, result in incorrect information in your account, or even cause you to be assigned more than one EIN. If the information is not correct as shown above, please make the correction using the attached tear off stub and return it to us.

Assigning an EIN does not grant tax-exempt status to non-profit organizations. Publication 557, *Tax Exempt Status for Your Organization*, has details on the application process, as well as information on returns you may need to file. To apply for formal recognition of tax-exempt status, most organizations will need to complete either Form 1023, *Application for Recognition of Exemption Under Section 501(c)(3) of the Internal Revenue Code*, or Form 1024, *Application for Recognition of Exemption Under Section 501(a)*. Submit the completed form, all applicable attachments, and the required user fee to:

Internal Revenue Service  
PO Box 12192  
Covington, KY 41012-0192

The Pension Protection Act of 2006 contains numerous changes to the tax law provisions affecting tax-exempt organizations, including an annual electronic notification requirement (Form 990-N) for organizations not required to file an annual information return (Form 990 or Form 990-EZ). Additionally, if you are required to file an annual information return, you may be required to file it electronically. Please refer to the Charities & Non-Profits page at [www.irs.gov](http://www.irs.gov) for the most current information on your filing requirements and on provisions of the Pension Protection Act of 2006 that may affect you.

To obtain tax forms and publications, including those referenced in this notice, visit our Web site at [www.irs.gov](http://www.irs.gov). If you do not have access to the Internet, call 1-800-829-3676 (TTY/TDD 1-800-829-4059) or visit your local IRS office.

