

**ARTICLES OF INCORPORATION**  
**OF**  
**FALLEN RIDERS FOUNDATION**

The undersigned, for the purposes of forming a corporation under the Non-Profit Corporation Law of the State of Louisiana, hereby makes, signs and acknowledges these Articles of Incorporation, stating as follows:

ARTICLE I.

NAME

The name of the corporation is **FALLEN RIDERS FOUNDATION**.

ARTICLE II.

NON-PROFIT CORPORATION

**FALLEN RIDERS FOUNDATION** is a non-profit corporation the duration of which shall be perpetual.

ARTICLE III.

PURPOSES

This Corporation is organized and shall be operated exclusively for charitable and educational purposes, including for such purposes, the following particulars:

- A. To raise and provide funds to assist needy riders and their families meet health care, burial and related expenses in times of emergency;
- B. To assist and support the efforts of health care and funeral professionals locate the family of motorcycle riders, or an authorized decision maker, in order to facilitate the timely procurement of health care and/or burial services;

- C. To assist in the transportation of injured motorcycle riders to care facilities more closely situated to their families;
- D. To educate and encourage motorcycle riders to maintain, either on their person or motorcycle, pertinent personal medical, medical-legal and contact information, or the location thereof, for use in emergencies;
- E. To educate the motoring public on issues of motorcycle safety and promote motorcycle safety awareness;
- F. To reasonably provide for the replacement or reimbursement of emergency funds advanced by the FALLEN RIDERS FOUNDATION to motorcycle riders and/or their families with financial resources and/or collateral sources; and
- G. To do any and all lawful activities which may be necessary, useful or desirable in providing information and support to motorcycle riders and their families for the furtherance, accomplishment, fostering or attainment of the foregoing purposes, either directly or indirectly and either alone or in conjunction or cooperation with others, whether such other persons are individuals or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, departments, or agencies.

#### ARTICLE IV.

##### **POWERS**

In general, and subject to such limitations and conditions as are, or may be now or hereafter prescribed by law, or in the Corporation's Articles of Incorporation or bylaws, the Corporation shall have all powers to do any and all lawful activities which may be necessary, useful, conducive or desirable for the furtherance, accomplishment, fostering or attainment of the

Corporations's charitable purposes, either directly or indirectly and either alone or in conjunction or cooperation with others, whether such other persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, departments, or agencies. In furtherance of such purposes, this corporation shall have all powers granted to non-profit corporations under the laws of the State of Louisiana, provided that the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by any organization exempt under Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter exist, or by any organization contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter exist.

The corporation shall operate exclusively for the purposes above stated, and no part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any private member, trustee, officer or other private person, provided, however, 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 hereinabove. No substantial part of the activities of the corporation shall include carrying on propaganda, or otherwise attempting to influence legislation except as permitted by law, and the corporation shall not intervene in any political campaign on behalf of any candidate.

#### ARTICLE V.

#### **NON-STOCK ORGANIZATION**

This corporation shall be organized on a non-stock basis, shall issue no capital stock, and shall have no shareholders.

ARTICLE VI.

**INCORPORATOR**

The full name and post office address of the incorporator of this corporation is:

Deborah L. Halstead  
1320 Old River Road  
Mansura, LA 71350

ARTICLE VII.

**REGISTERED OFFICE**

The location and post office address of the Corporation's Registered Office is:

1919 A MacArthur Drive  
Alexandria, LA 71303

ARTICLE VIII.

**REGISTERED AGENT**

The name and municipal address of the registered agent is:

Raymond L. Brown, Jr.  
2001 MacArthur Drive  
Alexandria, Louisiana 71307

ARTICLE IX.

**MEMBERSHIP**

The corporation shall have members consisting of the initial members, namely, Deborah L. Halstead, William Bert Marshall and Timothy M. Tison, and such other persons as the Board of Directors may approve and accept as members in accordance with requirements established in the corporate bylaws. The Board of Directors may provide for additional memberships, and may provide all rules with regard to admission, retention,

suspension and expulsion thereof, in accordance with bylaws adopted by the said Board of Directors.

## ARTICLE X.

### **BOARD OF DIRECTORS**

The direction and administration of the corporation shall be vested in a Board of Directors initially composed of three (3) natural persons. The number of directors to serve at any time may be increased from time to time by the Board of Directors provided that the total number of director shall be no more than five (5) natural persons. The classification, qualifications, compensation, term of office, manner of election, time and place of meeting, and powers and duties of the directors, shall be as prescribed in the bylaws of the corporation, or if not therein prescribed, as may be directed or required by law. Any director absent from a meeting of the Board of Directors or any committee thereof may be represented by any other director, who may cast the vote of the absent director according to his written instruction, general or special. A majority of the Board of Directors elected at any time shall constitute a quorum for the transaction of business, and the acts of a majority of the directors present at a meeting at which a quorum is present shall be the acts of the Board. Notwithstanding any provision in the bylaws regarding the terms of directors, all members fo the Board of Directors shall serve until such time as their successors are duly chosen and qualified.

#### **Names and Post Office Addresses of Initial Directors:**

Deborah L. Halstead  
1320 Old River Road  
Mansura, LA 71350

William Bert Marshall  
7305 Carl Lane  
Pineville, LA 71360

Timothy M. Tison  
1245 N. 3rd St.  
Jena, La. 71342

ARTICLE XI.

**BYLAWS**

The Board of Directors of the corporation shall have the power to make, amend and repeal bylaws to govern the corporation.

ARTICLE XII.

**DISTRIBUTION OF ASSETS ON DISSOLUTION**

Should this corporation ever be dissolved, or should its existence terminate, all of the assets of the corporation shall be distributed only to organizations exempt from tax under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1954, or its successor provision, or to the federal government, or to state or local government, for a public purpose. No part of the assets of the corporation shall ever be distributed to or used for the benefit of an private individual or corporation, unless otherwise qualified as above set forth to receive the assets of the corporation.

ARTICLE XIII.

**LIMITATION ON DIRECTORS LIABILITY**

No person who serves as a director, officer or trustee of the corporation, and who is not compensated for such services on a salary basis, shall be individually liable for any act or omission resulting in damage or injury for any conduct protected by law. By way of

illustration, not limitation, no such person shall be individually liable for any act or omission resulting in damage or injury, arising out of the exercise of his judgment in the formation and implementation of policy or arising out of the management of the affairs of the organization while acting as a director, officer or trustee, providing he was acting in good faith and within the scope of his official functions and duties, unless such damage or injury was caused by the willful or wanton misconduct of such person.

ARTICLE XIV.

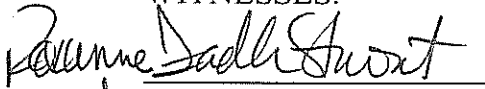
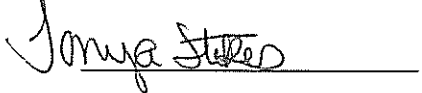
**TAXPAYER ID NUMBER**

The Taxpayer identification number of the corporation is 41-2261882.

IN WITNESS WHEREOF, the incorporator has signed and acknowledged these

Articles of Incorporation on the 18<sup>th</sup> day of December, 2007.

WITNESSES:

  
\_\_\_\_\_  
  
\_\_\_\_\_

  
\_\_\_\_\_  
Deborah L. Halstead, Incorporator

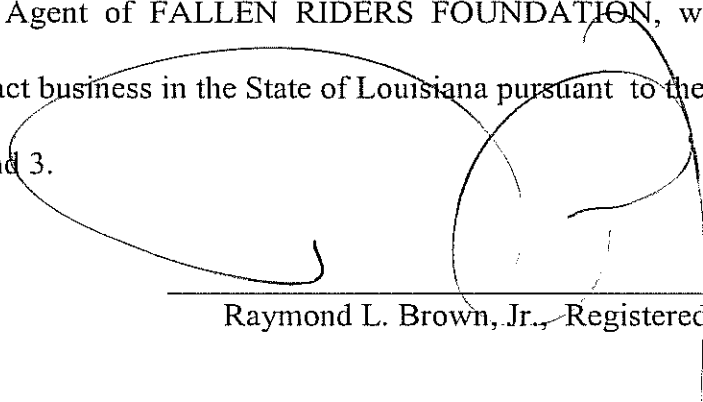
AFFIDAVIT OF ACCEPTANCE OF APPOINTMENT  
BY DESIGNATED REGISTERED AGENT  
ACT 769 OF 1987

To the State Corporation Department  
State of Louisiana

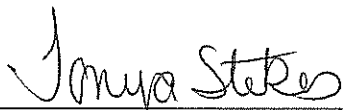
STATE OF LOUISIANA,

PARISH OF RAPIDES:

On this 18<sup>th</sup> day of December, 2007, before me, a Notary Public in and for the State and Parish  
aforesaid, personally came and appeared Raymond L. Brown, Jr., who is to me known to be the  
person, and who, being duly sworn, acknowledged to me that he does hereby accept appointment  
as the Registered Agent of FALLEN RIDERS FOUNDATION, which is a Corporation  
authorized to transact business in the State of Louisiana pursuant to the provisions of the Title  
12, Chapter 1, 2, and 3.

  
\_\_\_\_\_  
Raymond L. Brown, Jr., Registered Agent

Sworn to and subscribed before  
me on the day, month, and year  
first above set forth.



\_\_\_\_\_  
NOTARY PUBLIC

Tonya  
Notary Public Number 62144  
Rapides Parish, Louisiana  
Commission is for life.