

**Articles of Incorporation of
Lincoln Square Train Show Section, Illinois Terminal Division NFP**

The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the General Not For Profit Corporation Act of 1986 of Illinois, do hereby certify:

First: The name of the Corporation shall be Lincoln Square Train Show Section, Illinois Terminal Division NFP.

Second: The place in this state where the principal office of the Corporation is to be located is 2103 S. Anderson Street in the City of Urbana, 61801, Champaign County.

Third: The purpose of the Lincoln Square Train Show Section, Illinois Terminal Division NFP (hereinafter referred to as ITD Show) is to produce at least one annual community educational event (an ITD Show) In Urbana, Illinois and such other similar railroad-oriented events that from time to time its officers and board determine to be worthy of support for the purposes of preservation of model and prototype history, records, and data in past and current railroads and the education of the public about safety along the tracks. Exhibiting the art and craft of prototype and model railroading provided in a publicly accessible venue promotes interchange of knowledge of railroads between generations. ITD Show events encourage preservation of the history, science, and technology of prototype, create opportunities for the exchange of model railroad equipment and supplies for a variety of scales and gauges, allow demonstration of railroad operations, and encourage public safety. These railroad educational events are generally restricted to locations that are within the Illinois Terminal Division boundaries. In cooperation with the National Model Railroad Association, the ITD Show officers and board may from time to time lend its expertise to aid in producing similar NMRA-affiliated events outside the boundaries of the Illinois Terminal Division. Said corporation is organized exclusively for charitable, 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, or the corresponding section of any future federal tax code.

Fourth: The names and addresses of the persons who are the initial trustees of the Lincoln Square Train Show Section, Illinois Terminal Division NFP corporation (ITD Show) are as follows:

Mike Lehman, Chair of the ITD Show Board of Directors, 608 E. Green St, Urbana, IL 61802

Allen Byrne, Treasurer & Registered Agent for ITD Show at this address, 2103 S. Anderson, Urbana, IL 61801

Mark Schleeter, Director, 3358 N. Taylor St, Decatur, IL 62526

Buzz Swett, Director, 1863 Bucks Pond Rd, Monticello, IL 61856

Larry Tschopp, Director, PO Box 706, Savoy, IL 61874

Fifth: All officers, directors, and voting members of the ITD Show must be concurrent resident members of the Illinois Terminal Division, Midwest Region, National Model Railroad Association, as provided for in this corporation's bylaws and as directed by current NMRA policy. The ITD Show may, at its discretion, appoint as non-voting staff cooperative members those who are of, but not limited to these groups: non-resident NMRA members; exhibitors and vendors; and qualified, interested volunteer members of the public as provided for in the ITD Show bylaws.

Sixth: No part of the net earnings of ITD Show shall inure to the benefit of, or be distributable to its members, trustees, 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 of 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, ITD Show 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 the 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.

Seventh: Lincoln Square Train Show Section, Illinois Terminal Division NFP does not and shall not discriminate on the basis of race, color, religion (creed), gender, gender expression, age, national origin (ancestry), disability, marital status, sexual orientation, or military status, in any of its activities or operations.

Eighth: Upon the dissolution of the ITD Show 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 the 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 a Court of Competent Jurisdiction 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.

Ninth: Whistleblower Policy: Lincoln Square Train Show Section, Illinois Terminal Division NFP is committed to operating in furtherance of its tax-exempt purposes and in compliance with all applicable laws, rules and regulations, including those concerning accounting and auditing, and prohibits fraudulent practices by any of its board members, officers, employees, or volunteers. The ITD Show supports a vigorous whistleblower policy detailed in its By-Laws.

In witness whereof, we have hereunto subscribed our names this ____ day of _____, 20__.

Mike Lehman, Chair of the Show Board of Directors,
608 E. Green St, Urbana, IL 61802

Allen Byrne, Treasurer & Registered Agent for the
Show at this address, 2103 S. Anderson, Urbana, IL 61801

Mark Schleeter, Director, 3358 N. Taylor St, Decatur,
IL 62526

Buzz Swett, Director, 1863 Bucks Pond Rd,
Monticello, IL 61856

Larry Tschopp, Director, PO Box 706, Savoy, IL 61874