



ARTICLES OF INCORPORATION

of

HMONG AMERICAN PEACE ACADEMY, LTD.

RECEIVED

OCT 19 2001

WISCONSIN DFI

The undersigned Incorporator of this Corporation has adopted these Articles of Incorporation for the purpose of forming a Wisconsin Corporation, under Chapter 181 of the Wisconsin Statutes, WITHOUT STOCK AND NOT-FOR-PROFIT.

ARTICLE I

The name of this Corporation is shall be Hmong American Peace Academy, Ltd.

ARTICLE II

The period of existence of this Corporation shall be perpetual.

ARTICLE III

The purposes of this Corporation shall be to engage in any lawful activities authorized by Chapter 181 of the Wisconsin Statutes or any successor provisions, but only if such activity is permitted under Section 501(c)(3) of the Internal Revenue Code, as amended.

ARTICLE IV

The principal office is located in Milwaukee County, Wisconsin, and the address of such principal office is 2604 West Orchard Street, Milwaukee, Wisconsin 53204.

ARTICLE V

The name of the initial Registered Agent and Incorporator is John L. DeStefanis.

ARTICLE VI

The address of the initial Registered Agent and Incorporator is 620 North Mayfair Road, Milwaukee, Wisconsin 53226.



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ARTICLE VII

These Articles of Incorporation may be amended in the manner authorized by law at the time of the amendment.

ARTICLE VIII

The number of directors shall be fixed by By-Law, but shall not be less than five (5). The directors shall be elected or appointed in the manner set out in the By-Laws.

ARTICLE IX

The names and addresses of the initial Board of Directors are:

Mr. Gwaub T. Thao
657 S. Layton Blvd.
Milwaukee, WI 53215

Mr. Daniel Neng Xiong
1336 N. 26 Street
Milwaukee, WI 53205

Ms. Nada Yang
2604 W. Orchard Street
Milwaukee, WI 53204

Mr. Tong Cha
9625 W. Barnard Avenue
Greenfield, WI 53228

Mr. Dao Vang
7730 W. Fiebrantz Avenue
Milwaukee, WI 53222

Miss. Song Yang
4608 N. Wilson #5
Shorewood, WI 53221

ARTICLE X

Membership provisions will be set forth in the By-Laws.

ARTICLE XI

Upon the dissolution of this corporation, assets will be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, (or a corresponding section of any future United States Internal Revenue Law).