



For Office



State of Wisconsin
Department of Financial Institutions

Endorsement

ARTICLES OF INCORPORATION - DOMESTIC NONSTOCK CORPORATION - FORM 102

THE AMERICAN PEONY SOCIETY, INC.

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FORM **102**

**ARTICLES OF INCORPORATION
NONSTOCK CORPORATION**

Sec. 181.0202, Wis. Stats.

Article 1. Name of the corporation: The American Peony Society, Inc.

Article 2. The corporation is incorporated under chapter 181 of the Wisconsin Statutes.

Article 3. Name of the initial registered agent: Twohig Rietbrock Schneider & Halbach, SC

Article 4. Email address of initial registered agent: kopf@twohiglaw.com

Article 5. Street address of the initial registered office:
(The registered office address must be an actual physical location with a street address and not solely a P.O. Box or mailbox service.)

102 N Madison Street
Chilton, WI 53014

Article 6. Mailing address of the initial principal office:

Po Box 188
Chilton, WI 53014

Article 7. The corporation: will have members. will not have members. *(You must mark one)*

Article 8 (if applicable). Check only if applicable:

The corporation is authorized to make distributions under section 181.1302(4), Wis. Stats.

Article 9. The name and complete address of each incorporator of the corporation (attach additional pages labeled "Article 9" if necessary):

Nathaniel Bremer
7510 Pinesva Road
Reedsville, WI 54230

Article 10 (optional). Attach any further provisions on additional pages labeled "Article 10," "Article 11," and so forth as needed. See the instructions at the end of this form for further information.

Execution. This document must be signed by a person acting as an incorporator for the corporation.

Nathaniel Bremer
Incorporator's Signature

April 3, 2023
Date

Nathaniel Bremer
Printed Name

Office Use Only

**Continued Articles of Incorporation
Of
American Peony Society
(a non-stock, not-for-profit corporation)**

Article 10: **Purpose.** The Corporation is organized exclusively for one or more of the purposes specified in §501(c)(3) of the Internal Revenue Code, including charitable, religious, educational and other nonprofitable purposes. The American Peony Society is organized exclusively for education and scientific purposes and specially to promote, encourage and foster the development and improvement of the genus *Paeonia* and public interest therein. These purposes are expressly limited so that the American Peony Society qualifies as an exempt organization under Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future federal tax code.

Article 11: **Operational Limitations.** Notwithstanding any other provisions of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (1) by a Corporation exempt from federal income tax under section 501(c)(3) of the Code, or by (2) by a Corporation, contributions to which are deductible under section 170(c)(2) of the Code.

Except for payments and distributions to individuals for furtherance of the purposes described in Article 10 and reasonable compensation for services rendered to or for the Corporation, no part of the Corporation's assets, earnings or income shall inure to the benefit of, or be distributed or paid to, any private individual, director or officer of the Corporation.

Except to the extent consistent with the Corporation's purposes and permitted by a Corporation exempt from federal income tax under section 501(c)(3) of the Code, no substantial part of the activities of the Corporation shall be to carry on propaganda, or otherwise attempting to influence legislation. 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.

Article 12: **Dissolution.** Upon the dissolution of the Corporation, the Corporation's Directors shall, after paying or making provisions for the payment of all the liabilities of the Corporation, distribute the remaining assets for an exempt purpose within the meaning of section 501(c)(3) of the Code.

If such organization is no longer in existence or no longer meets one or more exempt purposes of section 501(c)(3) of the Code, then assets shall be distributed 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 disposed of shall be disposed of by the Court of Competent Jurisdiction of the county in which the principal office of the organization 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.

Article 11: Incorporator. The name and address of the incorporator of the corporation is: Nathaniel Bremer, 7510 Pinesva Road, Reedsville, WI 54230.

Article 12: Board of Directors.

CRAIG AIKEN
554 GOODMAN RD
FORT ANN, NY 12827-5324

LYNN GESSLING
2700 YELLOW CREEK RD
DICKSON, TN 37055-5424

LOIS GIRTON
2519 HOOVER AVE
AMES, IA 50010-4453

LEENA LILJESTRAND
MATROSGRAND 2
542 45 MARIESTAD
SWEDEN

NICK MAYCHER
9237 172 ST NW
EDMONTON AB T5T 3C3
CANADA

DAVID MICHENER
UM MATTHAEI BOTANICAL
GARDENS
NICHOLS ARBORETUM
1800 N DIXBORO RD
ANN ARBOR, MI 48105-9741

MARY MUELLNER
3826 UPPER 71ST ST E
INVER GROVE HEIGHTS, MN
55076-266

BRANDIE ORCHARD
PO BOX 8602
JACKSON, WY 83002-860

SCOTT PARKER
23409 DESOTO AVE
TOMAH, WI 54660-4272

STEVE SMITH
5411 132ND AVE E
EDGEWOOD, WA 98372

LINETTE SORRENTINO
10255 JERSEY AVE
CHASKA, MN 55318

JILL STEVENS
618 GROEHLER CT
BENSON, MN 56215-191

KENT TRETHERWAY
110 E PARK PLACE CT
DERBY, KS 67037-1248

NATE BREMER
7510 PINESVA ROAD
REEDSVILLE, WI 54230

PIET WIERSTRA
7303 KINNS RD NE
WOODBURN, OR 97071-9517

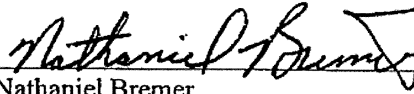
KRIS JURIK
5658 195TH ST
AMES, IA 50010-9239

CORY TISCHMAN
1136 BARRON ST
EAU CLAIRE, WI 54703-3002

Article 13: Bylaws. Bylaws of the corporation shall be adopted by the board of directors in such form as they may choose, consistent with the law and these Articles of Incorporation.

Article 14: Amendments. These articles may be amended from time to time in any manner permitted by law at the time of amendment.

Date: April 3, 2023


Nathaniel Bremer
Incorporator/President
American Peony Society, Inc.

This document was drafted by Attorney Amanda E. Kopf
(Name the individual who drafted the document)

(Optional) This document has a **delayed** effective date: _____
(up to 90 days after received date)

Contact Information:

<u>Amanda Kopf</u>		
Name		
<u>PO Box 188</u>		
Mailing Address		
<u>Chilton</u>	<u>WI</u>	<u>53014</u>
City	State	Zip Code
<u>kopf@twohighlaw.com</u>	<u>(920) 849-4999</u>	
Email Address	Phone Number	

INSTRUCTIONS (Refer to section 181.0202, Wis. Stats., for document content)

Please use BLACK ink. Submit one original to State of WI-Dept. of Financial Institutions, Box 93348, Milwaukee WI, 53293-0348, together with a check for the \$35.00 filing fee, payable to the Department of Financial Institutions. (If sent by express or priority U.S. mail, please mail to State of WI-Dept. of Financial Institutions, Division of Corporate and Consumer Services, 4822 Madison Yards Way, 4th Fl., North Tower, Madison WI, 53705.) If requesting optional expedited service, please check the expedited service box in the upper-right corner of the first page and include an additional \$25.00. Filing fees are non-refundable. This document can be made available in alternate formats upon request to qualifying individuals with disabilities. Upon filing, the information in this document becomes public and might be used for purposes other than those for which it was originally furnished. If you have any questions, please contact the Division of Corporate & Consumer Services at 608-261-7577 (hearing-impaired may call 711 for TTY) or by email at DFICorporations@dfi.wisconsin.gov.

Article 1. The name must contain the word "corporation", "incorporated", "company", or "limited" or the abbreviation "corp.", "inc.", "co." or "ltd." or comparable words or abbreviations in another language. The name must also be distinguishable on the records of the Department from other entities that are registered with the Department and from any name that has been reserved or registered with the Department. You can preliminarily check the availability of an entity name using the Department's corporate records database, which is publicly available through the Department's website, but a final determination of name availability cannot be guaranteed until the document has been received, examined, and filed by the Department. Additional limitations may apply; see section 181.0401, Wis. Stats., for further details.

Article 2. This statement is required by section 181.0202(1)(a) of the Wisconsin Statutes.

Articles 3 & 4. Enter the name of the corporation's registered agent and the email address of that agent. Annual report forms, notices and other official communications are directed to the corporation's registered agent, so it is important to keep this information current. The corporation may not name itself as its own registered agent.

Article 5. The entity must have a registered agent located at a registered office in Wisconsin. The registered office address must be identical to the registered agent's business office and must be an actual physical location with a street