STATE OF HAWAII
DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS

In the Matter of the Incorporation

of

HONOLULU COUNCIL, NAVY LEAGUE OF
THE UNITED STATES

ARTICLES OF INCORPORATION

OF

HONOLULU COUNCIL, NAVY LEAGUE OF THE UNITED STATES

A NONPROFIT CORPORATION ORGANIZED UNDER
SECTION 415B-14, HAWAII REVISED STATUTES

I HEREBY CERTIFY that this is a true and correct copy of the original recorded in this office.

By:

Date: June 16, 1997

STANTON CLAY TOM CHAPMAI & CRUMPTON
Attorneys-at-Law
A Law Corporation

JAMES A. STANTON, ESQ.
345 Queen Street, Suite 600
Honolulu, Hawaii 96813

Attorney for Incorporation
STATE OF HAWAII

DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS

In the Matter of the Incorporation

of

HONOLULU COUNCIL, NAVY LEAGUE OF
THE UNITED STATES

ARTICLES OF INCORPORATION

KNOW ALL MEN BY THESE PRESENTS:

The undersigned, desiring to form a nonprofit corporation under the laws of the State of Hawaii, certify as follows:

ARTICLE I
NAME OF CORPORATION

The name of the corporation shall be HONOLULU COUNCIL, NAVY LEAGUE OF THE UNITED STATES.

ARTICLE II
PLACE OF BUSINESS

The street address of the corporation's office is 101 South Drive, Building 3455, Honolulu, Hawaii 96818. The mailing address of the principal office of the corporation is Post Office Box 31032, Honolulu, Hawaii 96820.

ARTICLE III
DURATION

The period of its duration is perpetual.

ARTICLE IV
PURPOSE

section 1. The corporation shall be organized exclusively for the following purposes:
REGINALD E. BAKER, JR.
1854 Kamaole Street
Honolulu, Hawaii 96815

GEORGE M. IRION
118 South Kalaeo Avenue
Kailua, Hawaii 96734

JOAN BENNET
2047 Nuuanu Avenue #1002
Honolulu, Hawaii 96817

MICHAEL A. LILLY
2769 Laniloa Road
Honolulu, Hawaii 96813

GERALD L. COFFEE
99-905 Alaia Heights Drive #8
Aiea, Hawaii 96701

DONALD W. MACKAY
1092 Kaumoku Street
Honolulu, Hawaii 96825

MILLARD M. COURTNEY
3128 Magnolia Place
Honolulu, Hawaii 96816

DONALD A. MORRISON
1421 Hoakoa Place
Honolulu, Hawaii 96821

JOHN E. FLANAGAN, JR.
935 Kailiu Place
Honolulu, Hawaii 96825

EPOHNI L. PERKINS
4051 Kaimuki Avenue
Honolulu, Hawaii 96816

ROBERT T. GUARD
2264 Ahamoe Place
Honolulu, Hawaii 96821

MICHAEL S. ROSS
3075 Ala Paha Place #504
Honolulu, Hawaii 96816

GLENN K. Y. HONG
3829 Lurline Drive
Honolulu, Hawaii 96816

DOUGLAS WON
98-617 Koleopuni Street
Aiea, Hawaii 96701

ARTICLE VI
OFFICERS

The officers of the corporation shall consist of a president, a senior vice president, nine (9) vice presidents, a secretary, a treasurer, a judge advocate, a deputy judge advocate, a parliamentarian and such other officers as the Board of Directors may, from time to time, establish pursuant to the by-laws of the corporation. The following are the names and residence street addresses of the initial officers:

President
ROBERT T. GUARD
2264 Ahamoe Place
Honolulu, Hawaii 96821

Senior Vice President
PAUL GAGNON
541 Pauku Street
Kailua, Hawaii 96734

Vice President,
Finance/
Treasurer
REGINALD E. BAKER, JR.
1854 Kamaole Street
Honolulu, Hawaii 96825
(a) As an educational civilian organization of men and women who believe that a strong United States Navy, Marine Corps, Coast Guard and Merchant Marine are essential to our country;

(b) To serve as a liaison between the maritime services and the civilian community;

(c) To assist recruiting efforts of the maritime services in Hawaii;

(d) To operate a sea-cadet program for teenage boys and girls;

(e) To assist retired service persons to find a role in civilian life;

(f) To develop and conduct programs to recognize the achievements of officers and enlisted personnel stationed in Hawaii;

(g) To provide civilian support of the maritime services;

(h) To assist maritime service in other ways that are constant with the aims of the Navy League;

(i) To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or attainment of any of the objects heretofore set out or mentioned, either alone or in association with other individuals, corporations or partnerships, including but not limited to, the county, state, federal and municipal bodies and authorities; and

(j) The transaction of any or all lawful activities for which nonprofit corporations may be incorporated under Chapter 415B, Hawaii Revised Statutes.

Section 2. And in furtherance of said purposes, the corporation shall have all powers, rights, privileges and immunities and shall be subject to all of the liabilities conferred or imposed by law upon corporations of this nature, and shall be subject to and have all the benefits of all general laws with respect to corporations.

ARTICLE V
BOARD OF DIRECTORS

There shall be a board of directors consisting of not less than three (3) and nor more than fifteen (15) members. The following are the names and residence street addresses of the initial directors. They shall hold office for the first year or until their successors are duly elected pursuant to the by-laws of the corporation:
The corporation has members.
ARTICLE VIII
NONPROFIT CORPORATION

The corporation is organized for charitable and educational purposes only and is not organized for profit. It will not issue any stock, and no part of its assets, income, or earnings shall be distributed to its members, directors, or officers, except for services actually rendered to the corporation. Upon dissolution, all of the assets of the corporation after payment of its just debts shall be transferred or distributed to an organization(s) as shall at the time qualify as an exempt organization(s) under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

We certify under the penalties of Section 415B-158, Hawaii Revised Statutes, that we have read the above statements and that the same are true and correct.

Witness our hands this 6TH day of JULY, 1997.

ROBERT T. GUARD

JAMES S. PITTON

JAMES A. STANTON