

# AMERICAN THEATRE ORGAN SOCIETY

CERTIFICATE OF RESTATEMENT AND AMENDMENT  
OF  
ARTICLES OF INCORPORATION  
OF  
AMERICAN THEATRE ORGAN SOCIETY  
A California corporation

NELSON PAGE and JACK MOELMANN certify:

1. That they are the President and the Secretary, respectively, of the AMERICAN THEATRE ORGAN SOCIETY, a California corporation.

2. That at a meeting of the Board of Directors of said corporation, duly held at Wichita, Kansas on September 3-5, 1999, the following resolution was unanimously adopted.

3. That at the regular meeting of the membership of the American Theatre Organ society, duly held at Milwaukee, Wisconsin on July 29, 2000, the following resolution was approved by an affirmative vote of the majority of the members.

RESOLUTION, be it resolved that the Articles of Incorporation of the American Theatre Organ Society be and is hereby restated and amended as follows:

RESTATED ARTICLES OF INCORPORATION

OF

AMERICAN THEATRE ORGAN SOCIETY  
a California corporation

I

The name of the corporation is AMERICAN THEATRE ORGAN SOCIETY.

## II

- A. This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for public and charitable purposes.
- B. The specific purpose of this corporation is:
  - 1. The preservation and enhancement of the theatre organ;
  - 2. To further public appreciation of the theatre pipe organ and its music with educational programs and concerts;
  - 3. To encourage talented musicians to preserve the art of theatre organ playing through competitions and awards; and
  - 4. To encourage skilled organ builders and technicians to preserve the art of theatre pipe organ building and maintenance through educational seminars, written books and articles, and on-the-job training of aspiring pipe organ builders and technicians.

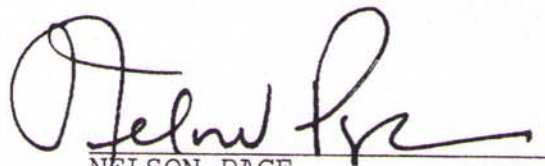
## III

- A. This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.
- B. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

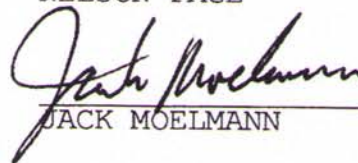
## IV

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a

nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

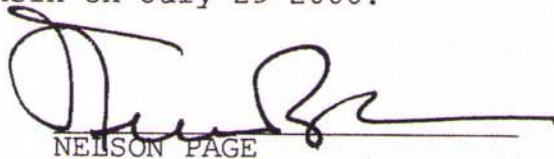


NELSON PAGE



JACK MOELMANN

Each of the undersigned declares under penalty of perjury that the matters set forth in the foregoing certificate are true and correct. Executed at Milwaukee, Wisconsin on July 29 2000.



NELSON PAGE



JACK MOELMANN

