

ARTICLES OF INCORPORATION

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OF

THE ST. JOHN HISTORICAL SOCIETY, INC

The undersigned, each of whom and all of whom are citizens of The United States Of America, desiring to form a Non-Profit Corporation under the laws of the Virgin Islands as set forth in Title 13, Chapter 3, Sections 491 through 498 of The Virgin Islands Code as now in force or hereafter amended, and further under the laws of The United States of America as they may be applicable in The Virgin Islands, now in force or as hereafter amended, do hereby certify;

NAME

FIRST

The name of the Corporation shall be

THE ST. JOHN HISTORICAL SOCIETY, INC.

OBJECT AND PURPOSE

SECOND

The object and purpose of the Corporation shall be to raise funds and solicit grants for;

(a) The encouragement and promotion of interest and activities aimed at historical studies and acquisition of knowledge relating to the island of St. John in the U.S. Virgin Islands.

(b) The preservation, wherever possible, of island objects, artifacts, structures and features of historic, archaeological and ecological value.



(c) Increasing the historical knowledge and understanding of St. John by such means as lectures, trips, hikes, visits to areas of natural beauty and historic interest, by cooperation with the U.S. Department of The Interior, National Park Service, archaeological societies and other historical and conservation societies and organizations.

(d) Fostering participation in the activities of the Society by all interested persons.

(e) Supporting a museum on St. John.

(f) Establishing a systematized record keeping of historical and related information concerning St. John.

(g) Preparing and disseminating publications dealing with the history of St. John and other related areas.

(h) Disbursing funds in actions corollary to such objects and purposes, and consistent with the aims of the Corporation.



PRINCIPAL PLACE OF BUSINESS

THIRD

The principal place of business shall be 3C, Zootenvaal, Coral Bay St. John,  
U.S.V.I. , and the resident agent shall be Andromeda Childs  
whose mailing address is Box 22, Cruz Bay P.O., St. John 00830, U.S.V.I.

COMMENCEMENT AND TERMINATION

FOURTH

Upon the filing of the Articles Of Incorporation as provided  
for in Title 13, Chapter 3, Section 491 of the Virgin Islands Code, as  
now in force or as hereafter amended, the persons who have executed and  
acknowledged said articles, and their successors shall be a body corporate  
and politic in fact and in law under the name stated in aforesaid articles  
and under such name shall exercise all of the powers, rights, duties, privileges  
and immunities as set forth in the applicable laws of the Virgin Islands and  
in the laws of the United States Of America applicable in the Virgin Islands  
until such time as the aforementioned persons or their successors elect, under  
the provisions of Title 13, Chapter 3, Section 497 of the Virgin Islands  
Code, as now in force or as hereafter amended, to effect the dissolution of  
the Corporation.

MEMBERSHIP

FIFTH

Membership shall be open to all interested persons.



INDEBTEDNESS

SIXTH

The highest amount of indebtedness or liability to which the Corporation shall at any time be subject is;

Three Thousand - - - - -Dollars, U.S.

ELECTION OF OFFICERS

SEVENTH

The election of Officers shall take place at the first meeting in accordance with Title 13, Chapter 1, Section 8, Subsections (a) and (b) of the Virgin Islands Code, as now in force or hereafter amended; The power to make and adopt By-Laws, to amend, repeal, alter and modify such By-Laws at any regular meeting or at any special meeting called for such purpose shall be vested in the membership of the Corporation and such corporate action shall be signed by the Officers of record and properly recorded, in accordance with Title 13, Chapter 3, Section 492, Subsection



7(b) of the Virgin Islands Code, as now in force or as hereafter amended.

MANAGEMENT OF CORPORATE AFFAIRS

EIGHTH

The management of the affairs of the Corporation shall be vested in the duly elected Officers of The Corporation, such Officers being A President, A Vice President, A Secretary, An Alternate Secretary, A Treasurer and A Historian, and the election of the aforesaid Officers shall take place in accordance with the By-Laws as adopted and thereafter amended, and in accordance with Article 7 of these Articles.

RESTRICTIONS

NINTH

(a) No substantial part of the activities of the Corporation may consist of attempting to influence legislation by propoganda or otherwise, or directly or indirectly participating in or intervening in (including the publication or distribution of statements), any political campaign on behalf of or in opposition to any candidate for public office.



(b) Upon dissolution of the Corporation, its remaining assets, if any, shall be distributed to one or more organizations organized and operated exclusively for religious, charitable, scientific, literary or educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, as now in force or hereafter amended, as the Trustees of The Corporation may determine. Any assets not so distributed shall be distributed by the District Court of The Virgin Islands to another organization or organizations to be used in a manner as in the judgement of said Court will thus accomplish the general purposes for which this Corporation is organized.

(c) The Corporation may not engage in any of the prohibited transactions described in Section 503(c) of the Internal Revenue Code, as now in force or hereafter amended.

(d) The Corporation may not unreasonably accumulate income within the meaning of Section 504 of the Internal Revenue Code, as now in force or as hereafter amended.



(e) The Corporation may not be operated for the primary purpose of carrying on an unrelated trade or business as defined in Section 513 of the Internal Revenue Code, as now in force or as hereafter amended.

(f) No part of the net earnings of the Corporation may inure to the benefit of any private stockholder or individual within the meaning of Section 501 (c) (3) of the Internal Revenue Code, as now in force or hereafter amended.

(g) No compensation may be paid to any Officer, Director, Trustee, Member, Creator or Organizer of the Corporation or substantial contributor to it, except as a reasonable allowance for services actually rendered to or for the Corporation.

(h) The Corporation is organized to serve public interest. Accordingly, it may not be operated for the pecuniary benefit of private interests, such as contributors to or investors in the Corporation, or persons controlled directly or indirectly by such private interests.

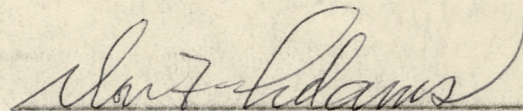


(i) The Corporation's income for each taxable year shall be distributed at such time and in such manner as not to subject it to tax under Section 4842 , Internal Revenue Code, and no taxable expenditures as defined in Section 4945(d) Internal Revenue Code, may be made.

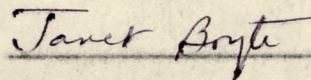
(j) The Corporation shall not, in connection with any of its activities discriminate because of race, color, creed, sex or place of origin.



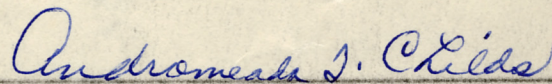
IN WITNESS WHEREOF, the undersigned has hereto set his hand and caused  
the Seal of the Corporation to be hereto affixed this \_\_\_\_\_ day of  
March, 1976.



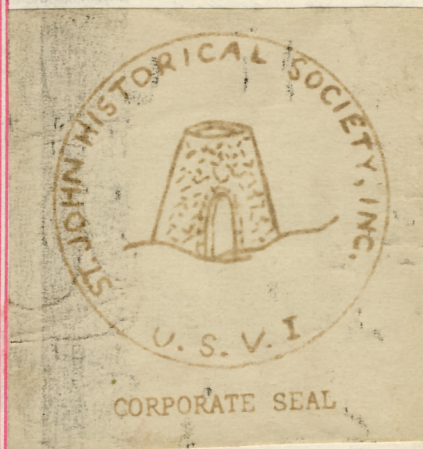
Donald Adams  
Incorporator and Director  
158 Lesperance, Cruz Bay, St. John USVI



Janet Boyte  
Incorporator and Director  
3-A Enighed, Cruz Bay, St. John, USVI



Andromeada Childs  
Incorporator and Director  
3-C Zootenvaal, Coral Bay, St. John, USVI





TERRITORY OF THE VIRGIN ISLANDS  
DISTRICT OF ST. JOHN

Subscribed to before me this  
15th day of March, 1976:

*Elaine I. Sprauve*

Elaine I. Sprauve  
Notary Public

Commission Expires at the Pleasure  
of the Governor.

*Clarice A. Thomas*

Clarice Thomas

Incorporator and Director

5N Pastory, Cruz Bay, St. John, USVI

WITNESSES

*Linda Cooper*

*Clarice V. Sprauve*