

ARTICLES OF INCORPORATION

NON-PROFIT CORPORATION

ENTITY INFORMATION

ENTITY NAME: CONSERVATIVE ACTION FOR AMERICA, INC.
ENTITY ID: 23322616
ENTITY TYPE: Domestic Nonprofit Corporation
EFFECTIVE DATE: 01/19/2022
CHARACTER OF BUSINESS: To promote social welfare within the meaning of Code section 501(c)(4), including but not limited to: advocating for public policies that promote the common good and general welfare of the people of the community

CORPORATION WILL HAVE MEMBERS: NO
CORPORATION WILL NOT HAVE MEMBERS: YES

STATUTORY AGENT INFORMATION

STATUTORY AGENT NAME: C T Corporation System
PHYSICAL ADDRESS: 3800 N Central Ave Ste 460, PHOENIX, AZ 85012
MAILING ADDRESS:

KNOWN PLACE OF BUSINESS

Att: Conservative Action for America, 4600 E. Washington, Suite 300, PHOENIX, AZ 85034

PRINCIPAL INFORMATION

Director: Richard A. Johnson - 4600 E. Washington, Suite 300, PHOENIX, AZ, 85034, USA - rj@rjjohnson.org - Date of Taking Office: 01/19/2022
Incorporator: G&K Wisconsin Services, LLC - One East Main Street, Suite 500, P.O. Box 2719, MADISON, WI, 53701, USA - - Date of Taking Office:

CERTIFICATE OF DISCLOSURE

FELONY JUDGEMENT QUESTIONS:

Has any person (a) who is currently an officer, director, trustee, or incorporator, or (b) who controls or holds over ten per cent of the issued and outstanding common shares or ten percent of any other proprietary, beneficial or membership interest in the corporation been:

Convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven-year period immediately preceding the signing of this certificate? NO

Convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses or restraint of trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the signing of this certificate? NO

Subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven-year period immediately preceding the signing of this certificate, NO

involving any of the following:

- The violation of fraud or registration provisions of the securities laws of that jurisdiction;
- The violation of the consumer fraud laws of that jurisdiction;
- The violation of the antitrust or restraint of trade laws of that jurisdiction?

BANKRUPTCY QUESTION:

Has any person (a) who is currently an officer, director, trustee, incorporator, or (b) who controls or holds over twenty per cent of the issued and outstanding common shares or twenty per cent of any other proprietary, beneficial or membership interest in the corporation, served in any such capacity or held a twenty per cent interest in *any other corporation* (not the one filing this Certificate) on the bankruptcy or receivership of *the other corporation*? NO

SIGNATURE

Incorporator: Kieran Coe (G&K Wisconsin Services, LLC) - 02/03/2022

**ARTICLES OF INCORPORATION
OF
CONSERVATIVE ACTION FOR AMERICA, INC.**

For the purpose of forming a corporation under the Arizona Nonprofit Corporation Act, Title 10, Chapters 24-40 of the Arizona Revised Statutes, the undersigned executes the following Articles of Incorporation.

**ARTICLE 1
NAME**

The name of the Corporation is Conservative Action for America, Inc. hereinafter referred to as the "Corporation."

**ARTICLE 2
EXISTENCE**

The Corporation is created as an Arizona nonprofit corporation under Title 10, Chapters 24-40 of the Arizona Revised Statutes. The period of the Corporation's existence is perpetual.

**ARTICLE 3
PURPOSES**

3.1 The Corporation is organized and shall be operated to promote social welfare within the meaning of Code section 501(c)(4), including but not limited to: advocating for public policies that promote the common good and general welfare of the people of the community.

3.2 The Corporation is not organized for profit, and no part of the net earnings of this corporation shall inure to the benefit of any member of the Board of Directors or any other individual except that the Corporation may make payments of reasonable compensation for services rendered.

3.3 The Corporation shall not participate or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office to an extent that would disqualify it from tax exemption under Code section 501(c)(4). The Corporation shall never be operated for the primary purpose of carrying on a trade or business for profit.

3.4 Notwithstanding any provision of these Articles of Incorporation, this Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Code section 501(c)(4).

ARTICLE 4
POWERS

The Corporation has all powers now or in the future given by law to nonprofit corporations organized under the laws of Arizona, provided however that such powers may be exercised only to further the purposes stated in Article 3 above, and further provided that no part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, officers or other private persons, except that the Corporation is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 3 above.

ARTICLE 5
MEMBERSHIP

The Corporation shall not have members.

ARTICLE 6
BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors. The initial director on the Board of Directors shall be Richard A. Johnson. The method of electing successor directors of the Corporation shall be as stated in the bylaws of the Corporation. The number of directors shall be fixed by the bylaws of the Corporation.

ARTICLE 7
DISTRIBUTIONS

The corporation may make distributions or other payments permitted under Section 10-11302 of the Arizona Revised Statutes, as may be amended from time to time, to the extent consistent with its purposes as set out in Article 3, above. Such distributions may include distributions to other organizations that are tax exempt under Code Section 501(c).

ARTICLE 8
DISSOLUTION

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation to one or more organizations that are tax exempt under Code section 501(c)(3) or 501(c)(4). Any such assets not so disposed of shall be disposed of by the Circuit Court for the County in which the principal office of the Corporation is located to one or more organizations that are tax exempt under Code section 501(c)(3) or 501(c)(4), as designated by said court.

ARTICLE 9
STATUTORY/REGISTERED AGENT AND KNOWN PLACE OF BUSINESS

9.1 The name and address of the statutory/registered agent is:

C T Corporation System
3800 N. Central Avenue, Suite 460
Phoenix, AZ 85012

9.2 The street address of the known place of business for the Corporation is:

Conservative Action for America, Inc.
4600 E. Washington, Suite 300
Phoenix, AZ 85034

AMENDMENT

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

ARTICLE 10
CODE REFERENCES

All references herein to sections of the “Code” shall be considered to be references to the Internal Revenue Code of 1986, as from time to time amended, to the corresponding provisions of any similar law subsequently enacted and to all regulations issued under such sections and provisions.

ARTICLE 11
DIRECTORS

Richard A. Johnson

ARTICLE 12
INCORPORATOR

The name and address of the incorporator is:

G&K Wisconsin Services, LLC
One East Main Street, Suite 500
P. O. Box 2719
Madison, WI 53701-2719

Executed this 2nd day of February 2022.

This instrument was drafted by:
Kieran Coe
c/o Godfrey & Kahn, S.C.
One East Main Street, Suite 500
P. O. Box 2719
Madison, WI 53701-2719

26583457.2

G&K WISCONSIN SERVICES, LLC

By: Kie Coe
Kieran Coe, Assistant Secretary

Clear Form

Print Form

DO NOT WRITE ABOVE THIS LINE; RESERVED FOR ACC USE ONLY.

STATUTORY AGENT ACCEPTANCE*Please read Instructions M002i*

1. **ENTITY NAME** – give the **exact** name in Arizona of the corporation or LLC that has appointed the Statutory Agent (this must match exactly the name as listed on the document appointing the statutory agent, e.g., Articles of Organization or Article of Incorporation):

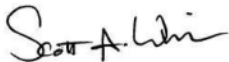
2. **STATUTORY AGENT NAME** – give the exact name of the Statutory Agent appointed by the entity listed in number 1 above (this will be *either* an individual or an entity). *NOTE* - the name must match **exactly** the statutory agent name as listed in the document that appoints the statutory agent (e.g. Articles of Incorporation or Articles of Organization), including any middle initial or suffix:

C T Corporation System

3. STATUTORY AGENT SIGNATURE:

By the signature appearing below, the individual or entity named in number 2 above accepts the appointment as statutory agent for the entity named in number 1 above, and acknowledges that the appointment is effective until the appointing entity replaces the statutory agent or the statutory agent resigns, whichever occurs first.

The person signing below declares and certifies *under penalty of perjury* that the information contained within this document together with any attachments is true and correct, and is submitted in compliance with Arizona law.



Scott White, Assistant Secretary

Signature

Printed Name

Date

REQUIRED – check only one:

| | |
|--|--|
| <input type="checkbox"/> Individual as statutory agent: I am signing on behalf of myself as the individual (natural person) named as statutory agent. | <input checked="" type="checkbox"/> Entity as statutory agent: I am signing on behalf of the entity named as statutory agent, and I am authorized to act for that entity. |
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|---|---|
| Filing Fee: none (regular processing) Expedited processing – not applicable. All fees are nonrefundable - see Instructions. | Mail: Arizona Corporation Commission - Corporate Filings Section 1300 W. Washington St., Phoenix, Arizona 85007 Fax: 602-542-4100 |
|---|---|

Please be advised that A.C.C. forms reflect only the **minimum** provisions required by statute. You should seek private legal counsel for those matters that may pertain to the individual needs of your business.
All documents filed with the Arizona Corporation Commission are **public record** and are open for public inspection.
If you have questions after reading the Instructions, please call 602-542-3026 or (within Arizona only) 800-345-5819.