

ARTICLES OF INCORPORATION

OF

GREATER DES MOINES CONVENTION AND VISITORS BUREAU, INC!

TO THE SECRETARY OF STATE OF THE STATE OF IOWA:

The undersigned, acting as incorporator of a corporation under the Iowa Nonprofit Corporation Act (Chapter 504A of the Code of Iowa) adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the Corporation is Greater Des Moines Convention and Visitors Bureau, Inc.

INST. NO. 31262
POLK COUNTY, IOWA
FILED FOR RECORD

ARTICLE II

The Corporation shall have perpetual duration.

JAN 18 1984 A.M.

AT 10:22 P.M.

KATIE SHINSTINE WOLSCUH, Recorder

By [Signature] Deputy

ARTICLE III

Said Corporation is organized as a business league within the meaning of Section 501(c)(6) of the Internal Revenue Code of 1954, as amended, and in this connection, the purposes for which the Corporation is formed, and the business and objects to be carried on and promoted by it are as follows:

1. To promote the expansion and development of the visitors and convention industry in the greater Des Moines area.
2. To encourage the utilization of the facilities for visitors and conventions in the greater Des Moines area.
3. To do any other lawful activity permitted as a nonprofit corporation.

ARTICLE IV

The Corporation is empowered to, in general, carry on any business or activity in connection with the foregoing, reasonably necessary to accomplish the purposes of the Corporation and to have and exercise all of the powers and rights conferred by the laws of the State of Iowa upon nonprofit corporations.

ARTICLE V

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute or convey, as the Board of Directors shall determine, all assets and land of the Corporation to an organization or organizations created or operated for nonprofit purposes as shall qualify as an exempt organization or organizations under Section 501(c)(3) or 501(c)(6) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law). Any such assets not so distributed shall be distributed by the District Court of the county in which the principal office of the Corporation is then located, exclusively for the aforesaid purposes of the Corporation or to such qualified organization or organizations as the court shall determine.

ARTICLE VI

The address of its initial registered office in the State of Iowa is 2300 Financial Center, Des Moines, Polk County, Iowa 50309, and the name of its initial registered agent is Harlan D. Hockenbergl.

ARTICLE VII

The business and affairs of the Corporation shall be conducted by a Board of Directors. The number of Directors constituting the initial Board of Directors shall be fifteen (15) and the names and addresses of the persons who are to serve as initial Directors are:

<u>Name</u>	<u>Address</u>
Robert A. Burnett, Chairman	Meredith Corporation 1716 Locust Des Moines, Iowa 50336
Jack Bailey	Iowa Development Commission 600 East Court Des Moines, Iowa 50309
Mel Bettcher	Hyatt Des Moines 6215 Fleur Drive Des Moines, Iowa 50321
Jack Bishop	Polk County Board of Supervisors 2nd and Walnut Des Moines, Iowa 50309

<u>Name</u>	<u>Address</u>
Mayor Pete Crivaro	City of Des Moines East 1st and Locust Des Moines, Iowa 50309
Mayor E. J. Giovannetti (Urbandale)	1040 - 5th Avenue Des Moines, Iowa 50309
Robert Houser	The Bankers Life 711 High Street Des Moines, Iowa 50307
Sam C. Kalainov	American Mutual Life Ins. Co. 418 Sixth Avenue Des Moines, Iowa 50307
John F. Keck	Keck, Inc. 310 S.W. 9th Street Des Moines, Iowa 50309
William Knapp	Iowa Realty Co., Inc. 3521 Beaver Des Moines, Iowa 50310
Robert Millen	United Central Bank 6th and Locust Des Moines, Iowa 50309
David L. Miller	West Des Moines State Bank 1601 - 22nd Street West Des Moines, Iowa 50265
George Mills, Mayor of West Des Moines	318 - 5th Street West Des Moines, Iowa 50265
John Ruan	Ruan Transportation Corp. P. O. Box 855 Des Moines, Iowa 50304
Connie Wimer	Iowa Title Company 517 Third Street Des Moines, Iowa 50309

ARTICLE VIII

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that the Corporation shall be 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 III hereof.

Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(6) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IX

The date on which the corporate existence shall begin is the 1st day of January, 1984.

ARTICLE X

The name and address of the incorporator is:

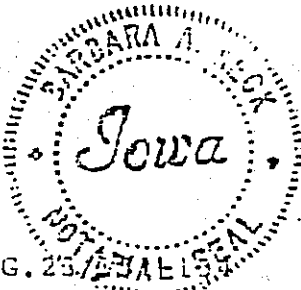
<u>Name</u>	<u>Address</u>
Harlan D. Hockenberg	2300 Financial Center Des Moines, Iowa 50309

Dated this 29th day of December, 1983.

Harlan D. Hockenberg
Harlan D. Hockenberg, Incorporator

STATE OF IOWA)
COUNTY OF POLK) SS:

On this 29th day of December, 1983, before me, a Notary Public, in and for the State of Iowa, personally appeared Harlan D. Hockenberg, to me known to be the person named in and who executed the foregoing Articles of Incorporation and acknowledged that he executed the same as his voluntary act and deed.



Barbara A. Keck
Notary Public in and for the
State of Iowa

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Barbara A. Keck, Keck & Adlers Law Firm, 2300 Financial Center, P.M.F. 50309