PARALYZED VETERANS OF AMERICA
IOWA CHAPTER

ARTICLES OF INCORPORATION
RESTATED AND AMENDED

These are the restated and amended articles of the original Articles of Incorporation filed March 1, 1988; the restated Articles of Incorporation filed July 27, 1990; and the amended Articles of Incorporation filed May 5, 1997 and March 22, 2007. These articles correctly set forth the provisions of the Articles of Incorporation as heretofore restated and amended. These articles have been duly adopted as required by law and shall supersede the original Articles of Incorporation and any amendments thereto.

ARTICLE I. NAME AND REGISTERED AGENT

Section 1. The name by which this Corporation shall be known is Paralyzed Veterans of America - Iowa Chapter. The Corporation's registered office is located at 7025 Hickman Road, Urbandale, Iowa 50322. The name of the Company's registered agent is Jon R. Schneider.

ARTICLE II. PURPOSES

Section 1. The Corporation is organized and will be operated exclusively for charitable and educational purposes. More specifically, the purposes of the Corporation shall include, but not be limited:

(a) To aid and assist in every way veterans of the Armed Forces of the United States who have suffered injuries or disease of the spinal cord;

(b) To publicize the needs of such veterans through every means and channel available in order to effectuate the fulfillment of such needs as far as possible;

(c) To promote the full participation of the spinal cord injured or diseased into society by carrying out educational programs and by acquainting the public with their needs and problems and by aiding and assisting such constituent associations which may be organized for the same purposes;

(d) To advocate and foster thorough and continuing medical research in the fields connected with injuries and diseases of the spinal cord, including research in neurosurgery, genitourinary, orthopedics, and prosthetic appliances;

(e) To advocate and foster a comprehensive and effective reconditioning program for its members, as well as all paraplegics, to include a thorough physical reconditioning program; physiotherapy; competent walking instructions; an active sports program; adequate guidance, both vocational and educational; academic and vocational education, both in hospitals and educational institutions; psychological orientations and readjustments to family and friends, and functional and diversional occupational therapy; and

(f) To cooperate and serve as a chapter of the national organization, the Paralyzed Veterans of America, hereinafter referred to as "PVA."

Section 2. In furtherance of these purposes, the Corporation shall have all powers granted to a corporation under Iowa law and the power to do all things necessary, proper and consistent with maintaining its tax-exempt status under Section 501(c)(3). All references to sections in these Articles refer to the Internal Revenue Code of 1986, as amended, or to comparable or corresponding provisions of subsequent United States Internal Revenue laws.

Section 3. No part of the net earnings of the Corporation shall inure to the benefit of or be distributed to any director, employee, or other individual, partnership, estate, trust, or corporation having a personal or private interest in the Corporation. Compensation for services actually rendered and reimbursement for expenses actually incurred in attending to the affairs of the Corporation shall be devoted to the carrying on of propaganda or otherwise attempting to influence legislation (except to the extent permitted by Section 501 (h)) in a manner or to an extent which would disqualify the Corporation for tax exemption under Section 501(c)(3). The Corporation shall not participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office (including publishing or distributing statements).

Section 4. Notwithstanding any other provisions of these Restated Articles, the Corporation shall not carry on any activity not permitted to be carried on by (a) a corporation exempt from Federal income tax under Section 501(c)(3), or (b) a corporation, contributions to which are deductible under Section 170(c)(2).

Section 5. The Corporation shall seek sources of support and operate in such manner as will enable it to qualify as an organization that is not a private foundation within the meaning of Section 509(a). However, for any period for which the Corporation may be a private foundation as defined in Section 509(a), the Corporation shall be subject to the following restrictions and prohibitions:

(a) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942.

(b) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d).

(c) The Corporation shall not retain any excess business holdings as defined in Section 4943(c).

(d) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944.

(e) The Corporation shall not make any taxable expenditures as defined in Section 4945(d).

ARTICLE III. MEMBERSHIP

Section 1. Classes of Membership: There shall be the following classes of membership in this Corporation:

(a) Voting members shall be veterans who have suffered injury or disease of the spinal cord. A veteran is one who is a member of, or who has been discharged, separated, retired, or otherwise released, from the Armed Forces of the United States of America other than dishonorably.

(b) Other classes who shall have the right to attend and participate in discussions at all meetings of the members, but shall not have the right to vote. (Example: Member-at-Large, Affiliate, Associate, Honorary Life Member.)

Section 2. Qualifications for Membership: The members of the Corporation, both voting and honorary, shall be subject to such qualifications and shall be governed by such rules and regulations and shall have such rights and privileges as may be fixed and prescribed by the Articles of Incorporation, Bylaws and Standing Rules of the Corporation.

Section 3. Admission of New Members: Regular membership shall be granted to individuals who otherwise meet the qualifications of this Article and upon submission of written application on a form supplied by the Corporation, together with payment of membership dues hereinafter prescribed.

Section 4. Suspension and/or Exclusion of Members: The voting membership shall, by a two-thirds (2/3) majority of all votes received from the entire membership, have the power to suspend or expel any member of the Corporation for misconduct or malfeasance. Such ballot shall be sent by first-class mail on a form provided by the Secretary allowing for a full thirty (30) day period for return of such ballots.

Section 5. Dues: All details relevant to membership classification and the amount of dues for each are included in the Bylaws of this Corporation.

ARTICLE IV. OFFICERS

Section 1. The officers of the Corporation shall consist of a President, Vice-President, Secretary, and a Treasurer.

Section 2. Officers shall be elected for one-year terms to be concurrent with the fiscal year or until their successors are elected and qualified.

ARTICLE V. BOARD OF DIRECTORS

Section 1. The Board of Directors shall consist of no less than seven (7) and not more than eleven (11) persons, which number shall include those officers outlined in Article IV of these articles.

Section 2. Members of the Board of Directors shall be elected at the same time and in the same manner as all elected officers, with candidates receiving the highest number of votes being members of the Board of Directors.

ARTICLE VI. EXECUTIVE DIRECTOR

Section 1. All details relevant to the position of Chapter Executive Director of the Paralyzed Veterans of America-Iowa Chapter are included in the Bylaws of this Corporation.

ARTICLE VII. FISCAL YEAR

Section 1. The fiscal year of the Corporation shall begin on the first (1) day of October and end on the thirtieth (30) day of September of the following year.

ARTICLE VIII. AMENDMENTS

Section 1. These Articles of Incorporation may be altered, amended, or repealed by a vote of two-thirds (2/3) of the membership present at a meeting where a quorum is present, provided the proposed changes or amendments have been sent to all voting members of the chapter at least thirty (30) days prior to the meeting date.

ARTICLE IX. DISSOLUTION

Section 1. In the event of the dissolution or final liquidation of the Corporation:

(a) None of the property of the Corporation nor any proceeds thereof shall be distributed to or divided among any of the directors or officers of the Corporation or inure to the benefit of any individual.

(b) After all liabilities and obligations of the Corporation have been paid, satisfied and discharged, or adequate provision made therefore, all the business, assets and properties of the Corporation shall be distributed to Paralyzed Veterans of America.

ARTICLE X. RELATIONSHIP TO NATIONAL ORGANIZATION

Section 1. Paralyzed Veterans of America-Iowa Chapter recognizes the National Organization, known as the Paralyzed Veterans of America, chartered by the U.S. Congress, and affirms its allegiance as a subsidiary of the National Organization, its Charter, Bylaws and all rules, mandates and regulations promulgated thereto.

Section 2. Paralyzed Veterans of America-Iowa Chapter shall perform the duties and obligations set forth in the Paralyzed Veterans of America Bylaws, Administrative Guide and Chapter Administrative Manual or other such duties and obligations as the PVA Executive Committee or Board of Directors may, from time to time, require.

Section 3. Paralyzed Veterans of America-Iowa Chapter shall not amend its Articles of Incorporation unless it receives prior written approval of the PVA Executive Committee.

Section 4. Paralyzed Veterans of America-Iowa Chapter shall dissolve whenever the corporation's Charter is surrendered to or revoked by the Paralyzed Veterans of America.

Section 5. In the event of dissolution of Paralyzed Veterans of America-Iowa Chapter for any reason, any assets and property remaining after compliance with applicable provisions of state law shall be distributed to the Paralyzed Veterans of America.

These restated and amended Articles of Incorporation were approved and accepted at a general membership meeting of the Paralyzed Veterans of America-Iowa Chapter on May 25, 2016.

Jon R. Schneider, President