

**ARTICLES OF INCORPORATION  
LANDLESS NATIVES OF KETCHIKAN ALASKA, INC.  
AN ALASKA NONPROFIT CORPORATION**

We, the undersigned persons of the age of eighteen years or more, being residents of Alaska, acting as incorporators of a non-profit corporation under Alaska Statutes Title 10, Chapter 20, do hereby adopt the following Articles of Incorporation for such corporation;

**ARTICLE I**

**Name**

The name of the corporation is Landless Natives of Ketchikan Alaska, Inc.

**ARTICLE II**

**Duration**

The duration of the corporation is perpetual, provided, however that the Corporation may be dissolved at such time as the Landless Natives of Ketchikan receive their land entitlement under the Alaska Native Claims Settlement Act (ANCSA), or amendment thereto, and pursuant thereto establish a corporation under said ANCSA.

**ARTICLE III**

**Purpose**

The corporation is founded exclusively for social welfare purposes within the meaning of Internal Revenue Code, Section 501 (c) including:

A. To provide a medium of constructive cooperation among Ketchikan stakeholders who may have an interest in any and all land grants authorized by the United States to village or urban corporations that were not included as recipients under the Alaska Native Claims Settlement Act.

B. To work with state and federal legislative and regulatory processes to assure a practical, efficient, and environmentally responsible transfer and management of lands received under such a grant.

C. To enter into any lawful contracts and to incur any obligations necessary to the transaction of corporation business, and further, to buy, receive or acquire, to sell, mortgage, convey, or in any manner dispose of property of every kind, nature or description, real or personal, or mixed, as the purpose of the corporation may require, and



D. To do all things necessary or proper to carry out the objects of this corporation.

#### **ARTICLE IV**

##### **Provisions Governing the Internal Affairs of the Corporation:**

A. Membership in the corporation is restricted to Alaska Natives originally enrolled for membership in an Alaska Village Corporation due to residency or historical affiliation, who are not original shareholders of another village or urban corporation, and the direct linear descendants of such persons as carried on the stockholder rolls of Sealaska Corporation. The Corporation shall establish uniform, consistent and fair procedures for enrollment of members.

B. The affairs of the corporation shall be managed by a Board of Directors consisting of at least five (5), but not more than ten (10) members. The terms of office for directors shall be one year. The officers of the corporation shall be elected by the Board of Directors, and shall be a president, one or more vice-presidents, a secretary, and a treasurer and an executive director. Other necessary officers and assistant officers may be appointed by the Board. Two or more offices may be held by the same person, except the offices of president and secretary. The Board of Directors may select from its membership an Executive Committee consisting of not less than three (3) members, who may exercise the authority of the board in management of the corporation.

C. The personal liability of a director to the corporation for monetary damages is eliminated to the full extent allowed by the Alaska Nonprofit Corporation Act, or other applicable law.

D. These Articles of Incorporation may be amended in accordance with AS 10.20.171 et seq., at any regular meeting of the membership or at any special meeting of the same called for that purpose, by a vote of two-thirds of the members present. No amendment of the Articles of Incorporation may be made at any regular meeting, and no such action shall be taken at any special meeting unless a notice is mailed to each member at their last address of record, at least thirty (30) days prior to such regular or special meeting, stating that it is proposed that articles be amended at such regular or special meeting, and the specific nature of the proposed amendment. Such amended articles shall be executed and acknowledged by

the officers in whom the management of the' affairs of the corporation is vested, and shall be filed and recorded in the same place and manner as the original articles.

E. The corporation shall have no capital stock. The corporation may own or hold only such property, real or personal, as it is deemed necessary or appropriate for the accomplishment of the purposes for which the corporation is organized. The largest amount of indebtedness or liability to which the corporation shall at any time be liable shall be \$100,000.00.

F. The Bylaws shall provide for the manner and method of distribution of the assets of the corporation upon dissolution.

## ARTICLE V

### Initial Registered Office

The address of the initial registered office of the corporation is One Sealaska Plaza, Suite 300, Juneau, Alaska 99801, and the name of its initial registered agent at such address is Simpson, Tillinghast & Sorensen, P.C.

## ARTICLE VI

### Initial Board of Directors

A. The number of directors constituting the initial board of directors shall be five (5).

B. The names and addresses of those persons, each of whom shall serve as director until his or her successor is elected and qualified, are as follows:


<u>NAME</u>	<u>ADDRESS</u>
1. <u>Richard Jackson</u>	<u>P.O. Box 8622, Ketchikan, AK 99901</u>
2. <u>Bob Sivertsen</u>	<u>3817 Alaska Avenue, Ketchikan, AK 99901</u>
3. <u>Joseph Reeves III</u>	<u>P.O. Box 8034, Ketchikan, AK 99901</u>
4. <u>Bonnie Newman</u>	<u>306 Deermount, Ketchikan, AK 99901</u>
5. <u>Cindy Taylor</u>	<u>P.O. Box 7893, Ketchikan, AK 99901</u>

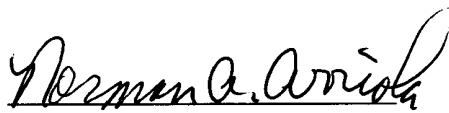
**ARTICLE VII  
Incorporators**

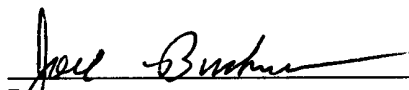
The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
1. <u>Kenneth Arriola</u>	<u>P.O. Box 23323, Ketchikan, AK 99901</u>
2. <u>Norman Arriola</u>	<u>P.O. Box 8502, Ketchikan, AK 99901</u>
3. <u>Joel Buchanan</u>	<u>P.O. Box 3606 Ketchikan, AK 99901</u>

In witness whereof, the undersigned incorporators of the Landless Natives of Ketchikan, Inc. have signed these Articles of Incorporation this 24<sup>th</sup> day of May, 2006.

  
Kenneth Arriola  
Incorporator

  
Norman A. Arriola  
Incorporator

  
Joel Buchanan  
Incorporator