

SEP 28 1993

1233-74

**CERTIFICATE OF NORTH AMERICAN BASQUE ORGANIZATIONS, INC.
TO ACCEPT CHAPTER 82 OF THE NEVADA REVISED STATUTES**

CHERYL A. LAU SECRETARY OF STATE

Cheryl Lau

We, the undersigned, as President and Secretary of the NORTH AMERICAN
BASQUE ORGANIZATIONS, INC., a Nevada nonprofit corporation, certify as follows:

1. The name of this corporation is the NORTH AMERICAN BASQUE ORGANIZATIONS, INC.
2. This corporation has elected to accept Chapter 82 of the Nevada Revised Statutes and has adopted new Articles of Incorporation conforming to the provisions of the aforesaid chapter.
3. On the 22nd day of September, 1993, a majority of the Board of Directors of said corporation voted at a duly held meeting at which a quorum was present either in person or by proxy to accept Chapter 82 of the Nevada Revised Statutes and to adopt the new Articles of Incorporation referred to herein.
4. In effecting the acceptances described herein, the NORTH AMERICAN BASQUE ORGANIZATIONS, INC. followed the applicable requirements of the law pursuant to which it was organized, its existing Articles of Incorporation and its existing By-Laws.
5. The attached copy of the Articles of Incorporation are the new Articles of Incorporation of the NORTH AMERICAN BASQUE ORGANIZATIONS, INC.
6. The corporation has been and was a non-stock corporation.

DATED this 22nd day of September, 1993.

NORTH AMERICAN BASQUE ORGANIZATIONS, INC.

By: *Bob Echeverria*
BOB ECHEVERRIA, President

ATTEST:

Clarice Gamboa
CLARICE GAMBOA, Secretary

**ARTICLES OF INCORPORATION
OF
NORTH AMERICAN BASQUE ORGANIZATIONS, INC.**

The undersigned, each being a natural person of full age, have voluntarily and do hereby associate ourselves together for the purposes of forming a non-stock, nonprofit cooperative corporation under Chapter 82 of the Nevada Revised Statutes, and we do hereby certify, declare and adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation shall be the NORTH AMERICAN BASQUE ORGANIZATIONS, INC.

ARTICLE II

PURPOSES

The purpose for which this corporation is formed shall be:

A. To promote, preserve, protect and advance the historical, cultural, civic, social and fraternal interests and activities of the Basque people.

B. To cultivate and advance social relations and activities, and understanding and friendship among its members and between its members and nonmembers.

C. To collect, preserve and display articles, relics, data, specimens and material things illustrative or demonstrative of the heritage, history, customs, modes, culture and habits of the Basque people.

D. To perpetuate the memory of those who made outstanding contributions to or for the Basque people or to the history, stature, reputation, advancement or integrity of the Basque people.

E. To educate and enlighten its members and their children and the general public in matters relating to the Basque people and their past and present

culture, customs, habits, race, culture and heritage and to disseminate information relating thereto and to encourage, support and help the preservation of the Basque language.

F. To promote and advance open communication and unity between all of the various Basque organizations, learning institutions and communities in North America.

G. To develop and circulate a publication of activities, scheduled and promoted by the various Basque organizations, learning institutions and communities in North America.

H. To do all acts necessary, convenient, incidental or advisable for the promotion, advancement, furtherance and carrying out of the foregoing objects; and to exist and function as a nonprofit corporate society under the laws of the State of Nevada.

I. This corporation is not organized for pecuniary profit and no part of the property or receipts shall inure to the benefit of any member or individual, except as expressly provided in this certificate.

J. Nothing herein contained shall be construed as authorizing or empowering the corporation to promote, encourage, aid or advance any political ideology, movement, cause, party or activity, wherever located.

ARTICLE III

RESIDENT AGENT

The Resident Agent of this corporation shall be GOICOECHEA & DIGRAZIA, LTD., whose addresses are as follows:

- A. Physical Address: 530 Idaho Street
Elko, Nevada 89801
- B. Mailing Address: P. O. Box 1358
Elko, Nevada 89803

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ARTICLE IV

DIRECTORS

SECTION 1: The number of the Board of Directors shall be not less than five (5).

SECTION 2: In furtherance, and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized:

A. To make and alter By-Laws of this corporation.

B. In general, to manage the affairs of said corporation in such manner as shall be deemed advisable by said Board.

SECTION 3: Management: The management of this corporation shall be vested in a Board of Directors, which shall consist of two representatives from each North American Basque organization which elects to be represented in this corporation.

SECTION 4: Election of Directors: Directors shall be elected annually by the members of the corporation at such time and place, and upon such notice, and in such mode as may be directed by the By-Laws.

SECTION 5: Election of Directors at Irregular Time Valid: If an election of Directors shall not be made on the day designated by the By-Laws of the corporation, the corporation shall not for that reason be dissolved, but an election for Directors may be held on another day in such manner as shall be provided in the By-Laws. All acts of the Directors shall be valid and binding on the corporation until the election and qualification of their successors.

SECTION 6: Quorum of Directors and Members: A majority of the whole number of Directors shall form a board for the transaction of business, and a majority of the whole number of Directors of the corporation represented in person or by proxy, shall be necessary to transaction business. Any decision of a majority of the board assembled with a quorum shall be valid.

SECTION 7: Board of Directors: The names and post office box or street addresses (residence or business) of the existing Board of Directors are as follows:

<u>NAME</u>	<u>P.O. BOX OR STREET ADDRESS (RESIDENCE OR BUSINESS)</u>
Anaitasuna Basque Club: Martin Biscay/Joe Zalba	2850 Alemany Blvd. San Francisco, CA 94112
Chino Basque Club: Xavier Aphessetche	7262 Bickmore Chino, CA 91710
Jean Ibarra	11678 Magnolia #1 N. Hollywood, CA 91601
Fresno Basque Club: Josephine Arriet	5533 W. California Avenue Fresno, CA 93706
Victor Esain	3249 W. Western Fresno, CA 93711
Kern County Basque Club: Dominic Othart	3813 Ora Vista Avenue Bakersfield, CA 93309
Albert Etcheverry	280 Hermosa Drive Bakersfield, CA 93305
Los Angeles Oberena: Manuel Villanueva	9823 Parrot Avenue Downey, CA 90240

Los Banos Basque Club:

Jim Etcheverry

1031 Nevada Avenue
Los Banos, CA 9365

Amador Zabalbeascoa

580 Page Street
Los Banos, CA 93635

Marin-Sonoma Basque Assn.:

Linda Etcheverria

1824 William Drive
Penngrove, CA 94951

Denise Miral

P. O. Box 5335
Novato, CA 94948

San Francisco Basque Culture
Center:

Johnny Curutchet

213 A Street
S. San Francisco, CA 94080

Jean Leon Ocafrain

411 Bayview Avenue
Millbrse, CA 94030

San Francisco Basque Club:

Valerie Etcharren

733 Pacheco Street
San Francisco, CA 94116

Pierre Etcharren

733 Pacheco Street
San Francisco, CA 94116

So. California Eskualdun:

Dominic Etcheberria

1319 N. Palm
Ontario, CA 91762

Albert Chanchorena

11023 Vernon Avenue
Ontario, CA 91762

Basque Museum/Culture Ctr:

Mary K. Aucutt

1115 N. 7th
Boise, ID 82702

Patti Miller

715 Ridenbaugh
Boise, ID 83702

Euskaldunak, Inc.:

Helen Berria

7498 Kuna Road
Nampa, ID 83686

Gloria Totorica

7744 Iron Court
Boise, ID 83704

Gooding Basque Assn.:

Andy Lejardi

1411 California Street
Gooding, ID 83330

Anastasio Arriaga

2025 California Street
Gooding, ID 83330

Oinkari Basque:

Tony Eiguren

6019 Outlook
Boise, ID 83703

Janice Mainvil

1706 N. 21st
Boise, ID 83702

Elko Basque Club:

Bob Echeverria

1101 Court Street
Elko, NV 89801

A.T. Anacabe Franzoia

416 Idaho Street
Elko, NV 89801

Euskaldunak Danak Bat:

Isidro Echeto

4970 W. Commander
Winnemucca, NV 89445

Mike Olano

95 Bridge Street
Winnemucca, NV 89445

Lagun Onak:

Jess Guerrica

2920 Waterview Drive
Las Vegas, NV 89118

J. M. Beristain

3467 Bean Drive
Las Vegas, NV 89118

Mendiko Eskualdun Club:

Joe Goicoechea

P. O. Box 1388
Minden, NV 89423

Jean Pierre Guecamburu

4623 Conte Drive
Carson City, NV 89701

Zazpiak Bat Basque Club:

Chris Barainca

4940 Warren Way
Reno, NV 89509

Foe Mentaberry

2390 Riviera Drive
Reno, NV 89509

Ontario Basque Club:

Grace Mainvil

990 Jenkins Creek Road
Weiser, ID 83672

Martina Echanis

20 NW 8th
Ontario, OR 97914

Basque Club of Utah:

Marc Gaztambide

4754 Millrace Lane
Murray, UT 84107

E. Larry Osoro

11574 Broadview W.
Sandy, UT 84092

Euskaleria Basque Club:

Joseph Arrien

197AA Marshal Hall Road
Bryans Road, MD 20616

Alkartasuna SW Wyoming:

Thomas Lejardi

125 Hopi
Green River, WY 82935

Martin Goicoechea

P. O. Box 6201
Rock Springs, WY 82500

Big Horn Basque Club:

Simon J. Iberlin

414 N. Burritt
Buffalo, WY 82835

Madeline I. Harris

P. O. Box 117
Buffalo, WY 82834

Euska Etxea of New York:
Irene Aguirre

362 65 Street, Apt. 26D
Brooklyn, NY 11220

Andoni Aguirre

362 65 Street, Apt. 26D
Brooklyn, NY 11220

ARTICLE V

MEMBERS

Any person or any number of persons may become members of the corporation, upon such terms and conditions as to membership, and subject to such rules and regulations as to their, and each of their, contract and other rights and liabilities between it and the members, as the corporation shall prescribe in its By-Laws.

ARTICLE VI

MEMBER NON-LIABILITY

Members of this corporation shall not be individually liable for the debts of said corporation.

ARTICLE VII

PROHIBITED ACTS

SECTION 1: The following acts of the corporation are prohibited:

A. Engaging in any act of "self-dealing" (as defined in Section 4941 (d)) which would give rise to any liability for the tax imposed by Section 4941(a) of the Internal Revenue Code of 1954.

B. Retaining any "excess business holdings" (as defined in Section 4943(c)) which would give rise to any liability for the tax imposed by Section 4943(a) of the Internal

Revenue Code of 1954.

C. Making any investments which would jeopardize the carrying out of any of the exempt purposes of the organization within the meaning of Section 4944, so as to give rise to any liability for the tax imposed by Section 4944(a) of the Internal Revenue Code of 1954.

D. Making any "taxable expenditures" (as defined in Section 4945(d)) which would give rise to any liability for the tax imposed by Section 4945(a) of the Internal Revenue Code of 1954.

SECTION 2: No part of the net earnings of this corporation shall ever inure to, or be for the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the exempt purposes for which it was formed.

SECTION 3: 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)(3) of the Internal Revenue Code of 1954.

ARTICLE VIII

DISSOLUTION

Upon the dissolution of this corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code (or corresponding section of any future tax code), or shall be distributed to the federal

government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed by the District Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

WE, THE UNDERSIGNED INCORPORATORS, for the purpose of forming a corporation for the purposes hereinbefore set forth, have hereunto set our hands this 22nd day of September, 1993. Our Post Office Box or Street Address (residence or business) appear next to our names.

Bob Echeverria
BOB ECHEVERRIA

1101 Court Street
Elko, Nevada 89801

Clarice Gamboa
CLARICE GAMBOA

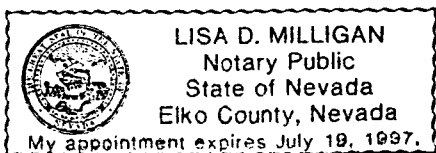
1025 Highland Drive
Elko, Nevada 89801

Robert B. Goicoechea
ROBERT B. GOICOECHEA

P. O. Box 1358
Elko, Nevada 89803

STATE OF NEVADA)
) ss.
COUNTY OF ELKO)

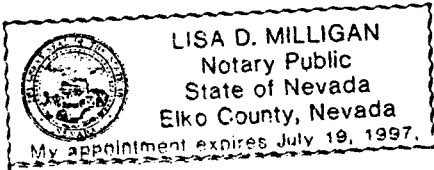
On this 22nd day of September, 1993, personally appeared before me, a Notary Public, BOB ECHEVERRIA, personally known (or proved) to me to be the person whose name is subscribed to the above instrument who acknowledged that he executed the foregoing instrument.



Lisa D. Milligan
NOTARY PUBLIC

STATE OF NEVADA)
) ss.
COUNTY OF ELKO)

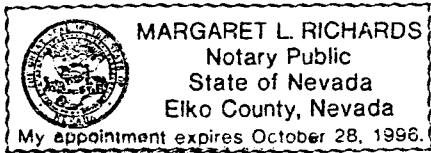
On this 22nd day of September, 1993, personally appeared before me, a Notary Public, CLARICE GAMBOA, personally known (or proved) to me to be the person whose name is subscribed to the above instrument who acknowledged that she executed the foregoing instrument.



Lisa D. Milligan
NOTARY PUBLIC

STATE OF NEVADA)
) ss.
COUNTY OF ELKO)

On this ___ day of September, 1993, personally appeared before me, a Notary Public, ROBERT B. GOICOECHEA, personally known (or proved) to me to be the person whose name is subscribed to the above instrument who acknowledged that he executed the foregoing instrument.



Margaret L. Richards
NOTARY PUBLIC