

THIS MUST BE RECORDED WITH THE REGISTER OF DEEDS

4556430

# United States of America

State of Wisconsin — Department of State

To All to Whom These Presents Shall Come, Greeting:

The undersigned, as Secretary of State of the State of Wisconsin, certifies that  
Restated Articles of Incorporation

of

ALLEN-BRADLEY FOUNDATION, INC.

of which the attached is a duplicate, was on the date hereof, accepted and filed in my office.

In Testimony Whereof, I have hereunto set my hand and affixed  
my official seal at the Capitol, in the city of Madison, this  
28th day of October, A.D., 1960

REGISTER'S OFFICE

Milwaukee County, Wis.  
RECORDED AT 18 55 AM

on OCT 30 1970 in  
Reel 557 Image 442

*Adel Horvath*  
Register of Deeds 448  
*Encl*

Articles of Amendment to, and Restatement of  
Articles of Incorporation

Of

ALLEN-BRADLEY FOUNDATION, INC.

The following Articles of Amendment to, and Restatement of the Articles of Incorporation of Allen-Bradley Foundation, Inc. are made pursuant to the Wisconsin Nonstock Corporation Law (Chapter 181, Wisconsin Statutes of 1967).

1. The name of the Corporation is ALLEN-BRADLEY FOUNDATION, INC.

2. The Articles of Incorporation of the Corporation were amended and restated so that such Articles of Incorporation, as so amended and restated, in their entirety read in the form attached hereto and made a part hereof. One amendment hereby adopted inserts into the Articles the prohibitions and restrictions required by the U. S. Internal Revenue Code as amended by the "Tax Reform Act of 1969" with respect to private foundations. Another amendment hereby adopted names Ruth L. West as the registered agent. The purpose of the amending and restating is to provide a complete statement in one instrument of the Articles of Incorporation as amended to date in a form and style consistent with the Wisconsin Nonstock Corporation Law.

3. The date of the adoption by the members of the amendments and restatement of Articles of Incorporation referred to in Paragraph 2 hereof was September 24, 1970.

4. The number of members entitled to vote on the amendments and restatement of Articles of Incorporation was nine (9) with one vote each.

5. The number of such members having voting rights present in person or represented by proxy was nine (9).

6. The number of members having voting rights who voted for such amendment and Restatement of the Articles of Incorporation was nine (9) and the number voting against such amendment and Restatement of the Articles of Incorporation was None.

IN WITNESS WHEREOF, we, the President, and the Secretary, have hereunto set our hands and have caused the Corporate Seal of said Corporation to be affixed hereto at Milwaukee, Wisconsin, this 22nd day of October, A.D., 1970.

  
\_\_\_\_\_  
President

  
\_\_\_\_\_  
Secretary

(CORPORATE SEAL)

STATE OF WISCONSIN  
DEPARTMENT OF STATE  
FILED

OCT 28 1970

ROBERT C. ZIMMERMAN  
SECRETARY OF STATE

ARTICLES OF INCORPORATIONOfALLEN-BRADLEY FOUNDATION, INC.(As Amended to September 24, 1970)

KNOW ALL MEN BY THESE PRESENTS, that the undersigned adult residents of the State of Wisconsin, pursuant to Chapter 181 of the Wisconsin Statutes, do hereby adopt these amended and restated Articles of Incorporation, which amended and restated Articles of Incorporation do supersede and take the place of the previous Articles of Incorporation and amendments thereto for this Corporation formed WITHOUT STOCK AND NOT FOR PROFIT.

ARTICLE I

The name of the Corporation shall be ALLEN-BRADLEY FOUNDATION, INC.

ARTICLE II

The period of existence shall be perpetual.

ARTICLE III

The purposes shall be to raise, invest, and reinvest money and devote the principal and income therefrom perpetually and exclusively for charitable, scientific, literary, and educational purposes, including the encouragement of art, and the prevention of cruelty to children or animals. Without limiting in any way the charitable purposes for which such funds may be used, they shall be available for assisting charitable, scientific, literary, or educational institutions or organizations, whether supported by private donations or public taxation; for promoting education and scientific research; for care of the sick, aged, or helpless, and for such other charitable purpose as will best tend to improve the mental, moral, and physical well-being of all persons who may be selected as beneficiaries hereunder, regardless of race, color, or creed, and according to the discretion of a majority in number of the Board of Directors of this Corporation. Said funds shall be used or distributed for the above purposes in the discretion of the Board of Directors, at such times, in such manner, and in such amounts as will best accomplish the purposes expressed herein.

In compliance with the provisions in the U. S. Internal Revenue Code as amended by the "Tax Reform Act of 1969" with respect to private foundations, this Corporation shall abide by the following requirements and restrictions:

(1) 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 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

(2) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

(3) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

(4) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

(5) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

#### ARTICLE IV

Location of the principal office at date of adoption of these amended and restated Articles of Incorporation is 1201 South Second Street, Milwaukee, Wisconsin 53204.

#### ARTICLE V

Name of the registered agent at date of adoption of these amended and restated Articles of Incorporation is Ruth L. West.

#### ARTICLE VI

Address of the registered agent at date of adoption of these amended and restated Articles of Incorporation is 1201 South Second Street, Milwaukee, Wisconsin 53204.

ARTICLE VII

The number of Directors shall be fixed by By-Law but shall be not less than five nor more than twelve.

ARTICLE VIII

The Corporation shall be composed of not more than twenty-five (25) members. Members shall be elected by the presently existing members, by the vote of a majority of all of the members of the Corporation. The members shall constitute a self-perpetuating body. Memberships shall not be transferable or assignable and shall not pass by descent or will. A member may resign by notice in writing to the Corporation. A member may be removed from membership upon a two-thirds majority vote of all the members. Members only shall be entitled to vote at meetings of the Corporation.

ARTICLE IX

This Corporation shall have no capital stock, and no dividends or pecuniary proceeds shall be declared or paid to the members thereof, and no part of the net earnings shall inure to any member; and upon dissolution thereof, the entire assets are to be distributed to such charitable, religious, scientific or educational purposes as the members or the Board of Directors shall then determine and no part of said assets shall inure to the members in any manner.

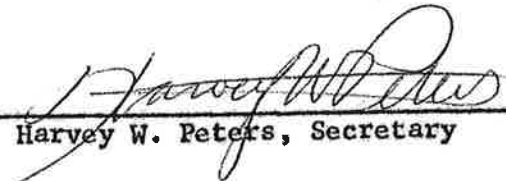
ARTICLE X

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

Executed in duplicate on the 22nd day of October, 1970.



I. Andrew Rader, President



Harvey W. Peters, Secretary

(CORPORATE SEAL)

STATE OF WISCONSIN )  
 ) SS  
 COUNTY OF MILWAUKEE )

Personally came before me this 22nd day of October,  
 A.D., 1970 the above named I. Andrew Rader and Harvey W. Peters, each to  
 me known to be the persons who executed the foregoing instrument, and ack-  
 nowledged the same.

Ruth L. West  
 Notary Public, Milwaukee County, Wisconsin

My Commission expires: June 3, 1973



STATE OF WISCONSIN  
 DEPARTMENT OF STATE  
 FILED

OCT 28 1970

ROBERT C. ZIMMERMAN  
 SECRETARY OF STATE

This document drafted by  
 Harvey W. Peters  
 1308 North Prospect Avenue  
 Milwaukee, Wisconsin 53202