

ARTICLES OF INCORPORATION

OF

THE UNITED STATES ARMY WARRANT OFFICERS ASSOCIATION

I. The name of the Corporation is The United States Army Warrant Officers Association.

II. The purposes of the Corporation are:

- (a) To foster a spirit of patriotism and devotion to duty among the members of the Corporation commensurate with the high ideals of the Army and the position of the members therein;
- (b) To recommend programs for the improvement of the Army;
- (c) To disseminate professional information among Warrant Officers;
- (d) To promote the technical and social welfare of the members of the Corporation;
- (e) To promote the spirit of comradeship among the members of the Corporation; and
- (f) To do such other things not inconsistent with law which are necessary to carry out the above stated purposes.

III. Membership in the Corporation shall be open to any person who holds, or has held, under honorable conditions a bona fide appointment, whether regular, temporary, or other to warrant officer status in the Army of the United States of America, upon application and payment of annual dues to the National Executive Secretary of the Corporation. All members of the Corporation shall have the right to vote on all matters coming before the membership of the Corporation.

IV. The initial Board of Directors of the Corporation shall consist of three members:

CW4 Donald E. Hess  
1Z313 Delevan Drive  
Herndon, Virginia 22070

CW4 Robert Hamilton  
8117 Lake Park Drive  
Alexandria, Virginia 22309

CW4 Dale W. Swafford  
80 5. Van Dorn Street  
Alexandria, Virginia 22304.

They shall hold office until the organization meeting of the Corporation, after which meeting the Board shall consist of nine members: Six members

elected by the membership of the Corporation at the annual meeting, for terms of one year each; and ex officio, the National President and the National Executive Secretary, elected by the membership at the annual meeting for terms of one year each; and the immediate past National President.

V. The mailing address of the registered office of the Corporation in the State of Virginia is: P.O. Box 3765, Washington, D. C. 20007. The physical location of the registered office is 12313 Delevan Drive, Herndon, Fairfax County, Virginia 22070. The initial registered agent of the Corporation is CW4 Donald E. Hess, a resident of the State of Virginia and a member of the initial Board of Directors.

VI. The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation as incorporators and severally acknowledge our own act on this 24th day of October, 1974.

/s/ Donald E. Hess(SEAL)  
Donald E. Hess

/s/Robert L. Hamilton(SEAL)  
Robert L. Hamilton

/s/Dale W Swafford(SEAL)  
Dale W. Swafford

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**COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION**

**AT RICHMOND,**

November 7, 1974

The accompanying articles having been delivered to the State Corporation Commission on behalf of  
The United States Army Warrant Officers Association

and the Commission having found that the articles comply with the requirements of law and that all required fees have been paid, it is

ORDERED that this CERTIFICATE OF INCORPORATION  
be issued, and that this order, together with the articles, be admitted to record in the office of the Commission; and that the corporation have the authority conferred on it by law in accordance with the articles, subject to the conditions and restrictions imposed by law.

Upon the completion of such recordation, this order and the articles shall be forwarded for recordation in the office of the clerk of the Circuit Court of Fairfax County

**STATE CORPORATION COMMISSION**

**By** /s/ Thomas P. Harwood Jr  
*Commissioner*

**VIRGINIA:**

**In the Clerk's Office of the** Circuit Court of Fairfax County

The foregoing certificate (including the accompanying articles) has been duly recorded in my office this 19th- day of November 1974 and is now returned to the State Corporation Commission by certified mail.

/s/ (signature illegible)  
*Clerk*

**COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION**

**AT RICHMOND,**  
January 11, 1982

The accompanying articles having been delivered to the State Corporation Commission on behalf of  
The United States Army Warrant Officers Association

and the Commission having found that the articles comply with the requirements of law and that all required  
fees have been paid, it is

ORDERED that this CERTIFICATE OF RESTATEMENT

be issued, and that this order, together with the articles, be admitted to record in the office of the Commission; and  
that the corporation have the authority conferred on it by law in accordance with the articles, subject to the  
conditions and restrictions imposed by law.

Upon the completion of such recordation, this order and the articles shall be forwarded for recordation in the  
office of the clerk of the Circuit Court of Fairfax County

**STATE CORPORATION COMMISSION**

By /s/ Thomas P. Harwood Jr  
*Commissioner*

**ARTICLES OF AMENDMENT**  
**RESTATING THE ARTICLES OF INCORPORATION**

**BY**  
**THE UNITED STATES ARMY WARRANT OFFICERS ASSOCIATION**

1. On 23 April 1981, in a meeting of the board of directors of the Corporation found that the following amendment and restatement of its articles of incorporation was in the best interest of the Corporation and directed that it be submitted to a vote of the members having the right to vote on amendments.

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- (d) To promote the technical and social welfare of the members of the Corporation;
- (e) To promote the spirit of comradeship among the members of the Corporation; and
- (f) To do such other things not inconsistent with law which are necessary to carry out the above stated purposes.

III. Regular membership in the Corporation shall be open to any person who holds, or has held, under honorable conditions a bona fide appointment, whether regular, temporary, or other to warrant officer status in the Army of the United States of America, upon application and payment of annual dues or life membership dues to the Corporation. All such members of the Corporation shall have the right to vote on all matters coming before the membership of the Corporation.

Associate membership may be extended to persons, not otherwise eligible for regular membership, when recommended by a regular member and approved by a majority vote in the sponsoring chapter. Associate members shall have the same privileges and obligations as regular members except to hold office, or have a voice, or vote in matters pertaining to Association business.

Honorary membership may be bestowed upon any non-member who is not eligible for regular membership, upon recommendation of a sponsoring chapter, and payment of life membership dues by the chapter, and approval by a two-thirds vote of the Board of Directors. To be eligible for honorary membership, the nominee must have contributed directly to the betterment of the Association. Honorary members shall have the same privileges and obligations as regular members except to hold office or to have a voice or vote in matters pertaining to Association business.

Auxiliary membership in the Association may be extended to the spouse of Warrant Officers serving or who have served honorably in the United States Army, National Guard or Reserves and who are not otherwise eligible for regular membership in the Association. All such members of the Corporation shall be entitled to vote only on matters coming before the Auxiliary and to hold elective office only within the Auxiliary of the Corporation.

Associate and Honorary Auxiliary membership may be granted under the same criteria and with the same privileges and obligations as prescribed for Associate and Honorary membership in the Association, but pertaining only to matters and offices of the Auxiliary.

IV. The initial Board of Directors of the Corporation shall consist of three members:

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Herndon, Virginia 22070

CW4 Robert Hamilton  
8117 Lake Park Drive  
Alexandria, Virginia 22309

CW4 Dale W. Swafford  
80 5. Van Dorn Street  
Alexandria, Virginia 22304.

They shall hold office until the organization meeting of the Corporation, after which meeting the number of Directors shall be fixed by the by-laws and in the absence of a by-law fixing the number, the number shall be nine; six members elected to the position of Director by the membership of the Corporation at a meeting of the members; term of office for all directors will be two years, or until their successors are elected and installed in office, as directed by the Association by-laws, to complete the composition of the Board of Directors.

2. On September 1<sup>st</sup>, 1981, being not less than twenty-five (25) days nor more than fifty (50) days before the meeting of the members to act upon the proposed amendment and restatement of its articles of incorporation, written notice of the meeting was given personally or by mail to each member entitled to vote on the proposed amendment and restatement of its articles of incorporation. The notice stated the place, day and hour of the meeting and the purpose or purposes for which it was called, and was accompanied by a copy of the proposed amendment and restatement of its articles of incorporation.

3. On October 23<sup>rd</sup>, 1981, a quorum being present, a meeting of the members was held and the proposed amendment and restatement of its articles of incorporation was adopted by receiving more than two-thirds of the votes entitled to be cast by the members present or represented by proxy at the meeting.

Executed in the name of the corporation by its president and secretary who declare under penalties of perjury that the facts stated herein are true.

The United States Army Warrant Officers Association

By /s/Robert D Scott, CW4 Retired

President

And /s/Gordon Koch CW2, USA

Secretary