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ARTICLES OF INCORPORATION
of
GREATER LA CROSSE AREA SHAMROCK CLUB, INC.

The undersigned incorporator hereby adopts the following Articles of Incorporation for the purpose of forming a Wisconsin non-stock corporation (the "Corporation") under Chapter 181 of the Wisconsin Statutes, repealed and recreated by the 1997 Wisconsin Act 79:

ARTICLE 1

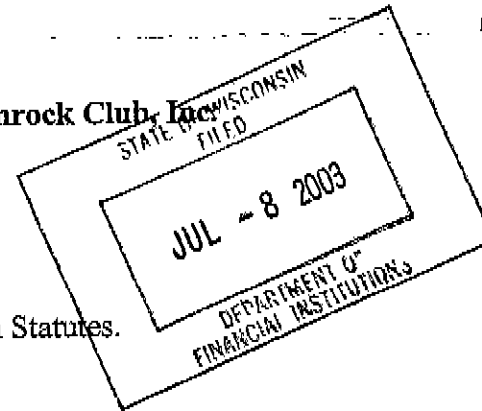
Name:

The name of the Corporation is: **Greater La Crosse Area Shamrock Club, Inc.**

ARTICLE 2

Organization:

The Corporation is organized under chapter 181 of the Wisconsin Statutes.



ARTICLE 3

Registered Agent and Principal Office:

The following sets forth the name of the initial registered agent and the street address and mailing address of the Corporation's initial registered office. *and Princ Office*

Registered Agent - James L. Kroner, Jr.
Registered Office
Principal Office - 201 Main Street, Suite 700
La Crosse, WI 54601

ARTICLE 4

Members:

The corporation shall have members. Membership provisions shall be set forth in the Corporation's By-Laws. The right of members to vote, if any, may be limited, enlarged or denied to the extent specified in the By-laws.

ARTICLE 5

Directors:

The affairs of the Corporation shall be managed by its Board of Directors, which Directors shall consist of such number of persons as shall be fixed by the Corporation's By-Laws from time

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to time, but shall not be less than the number of directors required by the WNCL, which at the time of the execution of these Articles is three (3). The terms of office, qualifications and method of election of the directors shall be as specified in the Corporation's By-laws.

ARTICLE 6

Purpose:

The Corporation is organized and shall be operated in order to foster and encourage the pride in, understanding of, and respect for Irish Heritage, and including educational and recreational purposes therein, including the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or corresponding provisions of any future United States Internal Revenue Law) (hereinafter the "Internal Revenue Code"), to engage in activities relating to the aforementioned purposes; and to invest in, receive, hold, use and dispose of all property, real or personal, as may be necessary or desirable to carry into effect the aforementioned purposes.

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

ARTICLE 7

Authorized Distributions:

No part of the net earnings of the corporation shall inure to the benefit, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 6 hereof. No substantial part of the activities of the corporation shall be the carrying on or propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by the corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the correspondence section of any future federal tax code.

ARTICLE 8

Dissolution:

Upon the dissolution of the 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 the corresponding section of any future federal 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 of by a Court of Competent Jurisdiction of the county in which the principal

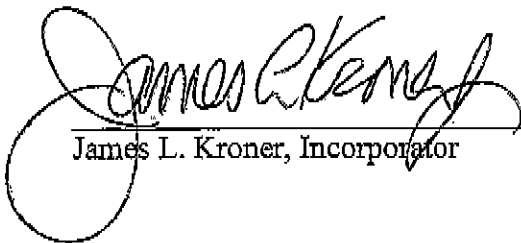
office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE 9
Incorporator:

The name and complete address of the incorporator is as follows:

Attorney James L. Kroner, Jr.
MOEN SHEEHAN MEYER, LTD.
201 Main Street, Suite 700
La Crosse, WI 54601

Dated this 25th day of June, 2003


James L. Kroner, Incorporator

This document was drafted by:
Attorney Margaret E. Ebner
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La Crosse, WI 54601
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