

ARTICLES OF INCORPORATION
OF
NTRAK MODULAR RAILROADING SOCIETY, INC.
AS AMMENDED DECEMBER 14, 2020 NOW KNOWN AS NRAIL, INC.

Article 1

Name

The name of this corporation has been changed, by vote of the Board of Directors on December 14th, 2020 to "NRAIL, Inc."

Article 2

Purposes

Section 2.1 This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for public and charitable purposes

Section 2.2 This corporation is organized exclusively for charitable, scientific, literary, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code").

Section 2.3 The specific and primary purposes for which this corporation is formed are to foster the quality of life in general, and the hobby of model railroading and modular model railroading in N scale (1/160) in particular, through a variety of community activities, including exhibits, lectures, workshops, conventions, educational classes and historical displays.

Article 3

Powers

Section 3.1 This corporation is to have and may exercise all the powers conferred on nonprofit public benefit corporations by the laws of the State of California, except that this corporation shall not, except to an insubstantial degree, engage in any activities or exercise powers that are not in furtherance of the primary purposes of this corporation.

Section 3.2 No substantial part of the activities of this corporation shall consist of carrying on propaganda or otherwise attempt to influence legislation, and this corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Section 3.3 The property of this corporation is irrevocably dedicated to the purposes set forth in Article 2 above and no part of the net earnings or assets of this corporation shall ever inure to the benefit of or be distributable to or for the benefit of any director, officer, or member (if any) of this corporation or any other private individual.

Section 3.4 Notwithstanding any other provision of these Articles of Incorporation, this corporation shall not carry on any activity not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) or the Code or the corresponding provision of any successor law.

Article 4

Service of Process

The name and address in the State of California of this corporation's agent at the time of amendment for service of process are:

Phil Agur
2963 Mount View Ct.
Cameron Park, CA 95682

Article 5
Dissolution

On the dissolution of this corporation, all of its assets available for distribution shall be distributed to one or more organizations that are exempt from federal income tax under Section 501(c)(3) of the Code or the corresponding provision of any successor law, as the Board of Directors of this corporation may determine by resolution duly adopted prior to such dissolution, subject to the provisions of any trust under which such assets are held.