

**ARTICLES OF INCORPORATION
OF
NEBRASKA JOURNALISM TRUST**

The undersigned, acting as the incorporator of a corporation under the Nebraska Nonprofit Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I
Name; Type

The name of the corporation is “Nebraska Journalism Trust”. The corporation is a public benefit corporation.

ARTICLE II
Duration

The corporation shall have perpetual existence.

ARTICLE III
Purposes

The purposes for which the corporation is formed are exclusively for charitable and educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws. Without limiting the generality of the foregoing but subject to the limitations of the foregoing, the corporation’s purposes shall include the following:

- A. To promote the betterment of society through a well-informed citizenry.
- B. To promote the social welfare.
- C. To produce investigative and public service journalism that sheds light on the people, communities, institutions, governments, issues, concerns, health and general welfare of Nebraska.
- D. To serve as a watchdog for fraud, waste, and abuse in government and industry.
- E. To make distributions to organizations that qualify as exempt organizations under section 501(c) of the Internal Revenue Code of 1986, or the corresponding sections of any future federal tax code.

ARTICLE IV
Powers

The corporation shall have all the powers conferred upon nonprofit corporations by the Nebraska Nonprofit Corporation Act, and any successor provisions or laws thereto enacted or hereafter amended; shall have the specific power to hold property of any nature in trust for itself or the carrying out of any of its authorized purposes; shall have the power to conduct its activities in any state, territory, district or possession of the United States and any foreign country; and may engage in any lawful activities within the purposes for which the corporation may be organized which are incidental to and in furtherance of the corporation's purposes; provided, however:

(a) No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, officer, or director of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no member, officer, or director of the corporation, or any private individual shall be entitled to share in the distribution of any corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall be the carrying-on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publication or distribution of statements), any political campaign on behalf of (or in opposition to) any candidate for public office.

(b) Notwithstanding any other provision of these articles, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on (i) by an organization, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1986, and its Regulations as they now exist or as they may hereafter be amended; or (ii) by an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, and its Regulations as they now exist or as they may hereafter be amended.

(c) Upon the dissolution of the corporation, the Board of Directors shall, after paying and making provisions for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation by distributing the same to one or more organizations which are then organized and operated exclusively for charitable, religious, literary, scientific, or educational purposes and which then qualify as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any subsequent federal tax law). Any such assets not so disposed of shall be disposed of by the District Court of the county in which the registered office of the corporation is then located, by distributing the same to such organization or organizations, which are organized and operated exclusively for charitable, educational, literary, scientific, or religious purposes and which at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any subsequent federal tax law), as said District Court shall determine.

ARTICLE V
Registered Office; Registered Agent

The street address of the corporation's initial registered office is 11404 West Dodge Road, Suite 500, Omaha, Nebraska 68154, and the name of the initial registered agent at such address is Gary M. Gotsdiner.

ARTICLE VI
Members

The corporation shall have no members.

ARTICLE VII
Private Property

Other than as specifically set forth in Article IV herein, or as would otherwise be required under the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any subsequent federal tax laws, the private property of the incorporators, directors and officers shall not be subject to the payment of debts or obligations of the corporation to any extent whatsoever.

ARTICLE VIII
Board of Directors

The affairs of the corporation shall be managed by a Board of Directors. The number of directors shall be as prescribed by the Bylaws, but shall not be less than three (3) and no more than nine (9). The qualifications of directors, together with their terms of office, manner of election, removal, filling of vacancies and of newly created director positions, powers, duties and liabilities shall, except as otherwise provided in these Articles of Incorporation or the laws of the State of Nebraska, be as prescribed by the Bylaws.

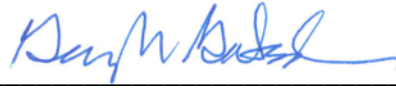
ARTICLE IX
Incorporator

The name and address of the sole incorporator is:

Gary M. Gotsdiner

11404 West Dodge Road, Suite 500
Omaha, Nebraska 68154

IN WITNESS WHEREOF, the undersigned, being the incorporator named in Article IX, executes and subscribes to the foregoing Articles of Incorporation this 13th day of April, 2021.



Gary M. Gotsdiner, Incorporator