

RESTATED
ARTICLES OF INCORPORATION
OF
INTERNATIONAL SOCIETY OF INFRARED,
MILLIMETER AND TERAHERTZ WAVES

ARTICLE I

The name of this corporation is INTERNATIONAL SOCIETY OF INFRARED, MILLIMETER AND TERAHERTZ WAVES.

ARTICLE II

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 charitable purposes. A further description of the corporation's purposes includes, but is not limited to, the following: to promote the worldwide collection, dissemination and exchange of scientific and technical knowledge in the areas and disciplines involving infrared, millimeter and terahertz waves; organizing, overseeing and maintaining an international conference on infrared, millimeter, and terahertz waves; promoting the distribution of information concerning infrared, millimeter, and terahertz waves; and serving as a host organization and distribution agency for the IRMMW-THz Society Kenneth J. Button Prize.

ARTICLE III

This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law). No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of (or in opposition to) any candidate for public office.

ARTICLE IV

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 of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE V

The property of this corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private person. Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law).