



NORTH CAROLINA

Department of The Secretary of State

To all whom these presents shall come, Greetings:

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF INCORPORATION

OF

FRIENDS OF ACCION, INC.

the original of which was filed in this office on the 22nd day of August, 2003.



IN WITNESS WHEREOF, I have hereunto
set my hand and affixed my official seal at the
City of Raleigh, this 22nd day of August, 2003

Elaine F. Marshall

Secretary of State

ARTICLES OF INCORPORATION
OF
FRIENDS OF ACCION, INC.

The undersigned hereby submits these Articles of Incorporation for the purpose of forming a nonprofit corporation under the laws of the State of North Carolina.

1. The name of the corporation is Friends of Accion, Inc.
2. The corporation is a charitable corporation within the meaning of N.C.G.S. §55A-1-40(4).
3. The purposes for which the corporation is organized are:
 - (a) To render meaningful support to the charitable activities of Accion in the Yucatan Peninsula of Mexico with a view to advancing the well being of the people served and the Christian faith;
 - (b) To operate exclusively for charitable, educational, scientific and religious purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue laws (hereinafter the "Code"); and
 - (c) To do anything and everything suitable, proper or incidental to the foregoing purposes or any of them, or anything which may now or hereafter be done by a non-profit corporation under the laws of North Carolina, so long as the corporation does not engage in any activity or activities not in furtherance of one or more tax-exempt purposes as contemplated in Section 501(c)(3) of the Code.
4. The corporation has not been formed for pecuniary profit or financial gain, and no part of the net earnings of the corporation shall be distributable to or inure to the benefit of its officers or directors or any private person, 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 its purposes as set forth in Article 3 hereof. 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 any candidate for public office. Notwithstanding any other provision hereof, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code or (2) by a corporation to which contributions are deductible under Section 170(c)(2) of the Code.
5. In the event of the termination, dissolution or winding up of the affairs of the corporation in any manner or for any reason whatsoever, the directors shall, after paying or making provision for payment of all liabilities of the corporation, distribute all of the remaining assets and property of the corporation as the directors shall determine among one or more organizations which are then exempt from taxation under Section 501(c)(3) of the Code and to

which contributions are then deductible under Section 170(c)(2) of the Code. In the event that the directors shall not direct the disposition of any assets of the corporation, then such assets shall be distributed to federal, state and local governments to be used exclusively for public purposes.

6. The corporation shall have no members. The method of election of directors shall be set forth in the bylaws of the corporation.

7. The address of the initial registered office of the corporation is 1900 Independence Center, 101 North Tryon Street, Charlotte, North Carolina 28246 and the name of the initial registered agent of the corporation at such address is A. Ward McKeithen, *Mecklenburg County*

8. The number of persons constituting the initial board of directors of the corporation shall be six, and the persons who are to serve as the initial directors, together with their addresses, are as follows:

<u>Name</u>	<u>Address</u>
Richard D. Neidinger, Ph.D.	461 Pine Road, Davidson, NC 28036-9046
Elise Barksdale	818 Hempstead Place, Charlotte, NC 28207-2324
Page Bradham Kizer	2736 Cherry Lane, Denver, NC 28037-8874
Russell D. Thompson, Esq.	P.O. Box 986, Ocean Springs, MS 39566-0986
Louise Ripple	2432 Hartmill Court, Charlotte, NC 28226
Robert Jason Gwaltney	8510 Thames Street, Springfield, VA 22151

9. The name and address of the incorporator are A. Ward McKeithen, 1900 Independence Center, 101 North Tryon Street, Charlotte, Mecklenburg County, North Carolina 28246.

10. The street address and mailing address of the principal office of the corporation is c/o Covenant Presbyterian Church, 1000 E. Morehead Street, Charlotte, NC 28204, *Mecklenburg County*

11. To the fullest extent permitted by the North Carolina Nonprofit Corporation Act as it exists or may hereafter be amended, no person who is serving or who has served as a director of the corporation shall be personally liable for monetary damages for breach of any duty as a director. No amendment or repeal of this article, nor the adoption of any other amendment to these Articles of Incorporation inconsistent with this article, shall eliminate or reduce the protection granted herein with respect to any matter that occurred prior to such amendment, repeal or adoption.

This the 19 day of Aug, 2003.


A. Ward McKeithen, Incorporator