

Articles of Incorporation

Southwest Virginia Pride, Inc.

We, the undersigned natural persons, of the age of eighteen years or more, acting as Incorporators of a corporation pursuant to the (13.1 of Code of Virginia), do adopt the following Articles of Incorporation:

ARTICLE 1.

NAME

The name of this corporation is Southwest Virginia Pride, Inc.

ARTICLE 2.

DURATION

The corporation shall have perpetual existence.

ARTICLE 3.

PURPOSES

This corporation is organized exclusively for charitable and educational purposes within the meaning of section 501(c)(3). The organization will engage in activities permissible under section 501(c)(3) including: conducting research and educating the public on issues related to the pride community, education and grant opportunities for the LGBTQA communities, and economic development, and advocating on behalf of those issues to the extent that no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation, except as is otherwise provided by section 501(h) of the Internal Revenue Code.

ARTICLE 4.

DISTRIBUTION OF FUNDS

The Corporation's net income shall be expended by the corporation for honoring integrity, history and diversity of the LGBTQA+ people in the state of Virginia and surrounding communities through education, assistance, and celebration, eliminating prejudice and discrimination.

ARTICLE 5.
RESTRICTIONS

No part of any activities of the organization will include participating in or intervening in any political campaign on behalf of or in opposition to any candidate for public office. This corporation is not organized for profit, and no part of the net earnings of this corporation shall inure to the benefit of any member of the Board of Directors or any other individual except that this corporation may make payments of reasonable compensation for services rendered. The corporation shall never be operated for the primary purpose of carrying on a trade or business for profit. Notwithstanding any provision of these Articles of Incorporation, this corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law).

ARTICLE 6.
REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is **523 Vinton Mill Ct NE Uppr Roanoke, Virginia 24012** in the city of Roanoke and the names of its initial registered agent at such address is **Jessica Bralley**.

ARTICLE 7.
BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors. The number of Directors constituting the Board of Directors shall be fixed by the Bylaws of the Corporation but shall not be less than three (3). The Directors shall be elected or appointed in the manner for the terms of the Bylaws. Any Director may be removed by the affirmative vote of two-thirds (2/3) of the directors in office. Directors may be divided into such classes need not be uniform. The Bylaws may prescribe qualifications for each class of Directors, and the qualifications for the several classes need to be uniform. The Bylaws may provide for ex officio Board of Directors. The number of Directors constituting the initial board of Directors is 4.

ARTICLE 8.
MEMBERS

This corporation shall have no members as provided in the Bylaws and pursuant to the 13.1 Code of Virginia.

ARTICLES 9.
STOCK

This Corporation shall not have authority to issue capital stock.

ARTICLE 10.
DISSOLUTION, DISTRIBUTION OF ASSETS

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the corporation, distribution of all the assets of the Corporation exclusively for one or more exempt purposes within the meaning of the Section 501(c)3 of the Internal Revenue Code, or the corresponding section of a future federal tax code, or distribute the assets to the federal government, or to a state or local government, for 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 purpose.

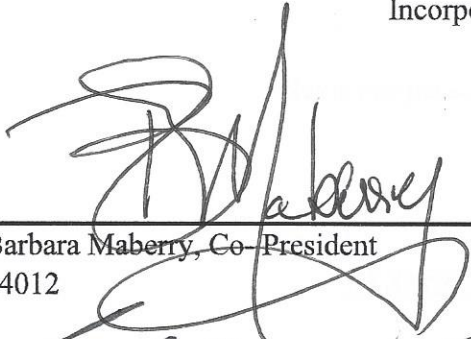
ARTICLE 11.
INCORPORATORS

Barbara Maberry Co-President 523 Vinton Mill Ct. NE Uppr Roanoke Va 24012
Alex Jarvis Co-President 523 Vinton Mill Ct. NE Uppr Roanoke Va 24012
Dewey Goodwin Jr. Vice President 523 Vinton Mill Ct. NE Uppr Roanoke Va 24012
Jessica Bralley Treasurer 523 Vinton Mill Ct. NE Uppr Roanoke Va 24012

ARTICLE 12.
BY-LAWS

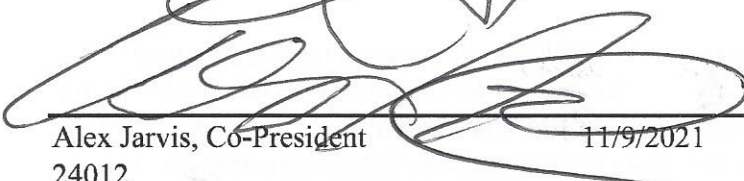
The Board of Directors shall have the power to adopt, amend or repeal the By-Laws of this corporation. The By-Laws shall govern the operation of this corporation unless any By-Law conflicts with these Articles of Incorporation, in which case the Articles of Incorporation shall be controlling.

IN WITNESS WHEREOF, the undersigned, being all of the incorporators, have executed these Articles of Incorporation this 9th Day of November, 2021.


Barbara Maberry, Co-President
24012

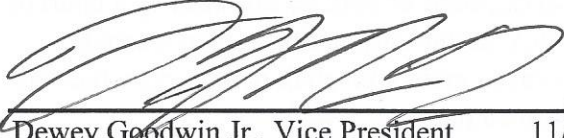
11/9/2021

523 Vinton Mill Ct. Ne Uppr Roanoke Va


Alex Jarvis, Co-President
24012

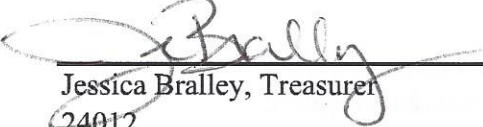
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