

State of North Carolina
Department of the Secretary of State

ARTICLES OF INCORPORATION
NONPROFIT CORPORATION

Pursuant to §55A-2-02 of the General Statutes of North Carolina, the undersigned corporation does hereby submit these Articles of Incorporation for the purpose of forming a nonprofit corporation.

1. The name of the corporation is: **Ben Franklin Society**

2. (Check only if applicable.) **The corporation is a charitable corporation as defined in NCGS §55A-1-40(4). This corporation is organized and shall be operated to foster independent and collaborative research (charitable, educational, scientific, and literary) on matters of importance to Franklin County, NC and surrounding counties. In furtherance of these purposes, the corporation shall have the power to receive contributions and allocate funds, within the discretion of its Board of Directors, in any manner consistent with the corporation's stated purposes and the provisions of section 501(c)(3) of the Internal Revenue Service Code of 1986 (or the corresponding provisions of any future United States Internal Revenue law). Such enumeration of specific powers shall not be deemed to limit or restrict in any manner the general powers of the corporation and the enjoyment and exercise thereof as conferred by the laws of the State of North Carolina now and hereafter in effect.**

3. The street address and county of the initial registered office of the corporation is:

Number and Street **1973 Rocky Ford Road**

City, State, Zip Code **Kittrell, NC 27544** County **Franklin**

4. The mailing address *if different from the street address* of the initial registered office is:

5. The name of the initial registered agent is: **Robert A. Radcliffe**

6. The name and address of each incorporator is as follows: **Robert A. Radcliffe, 1973 Rocky Ford Road, Kittrell, NC 27544**

7. (Check either a or b below.)
a. The corporation will have members.
b. The corporation will not have members.

8. Provisions regarding the distribution of the corporation's assets upon its dissolution:
In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations (having purpose similar to those described herein) which themselves are exempt as organizations described in section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any future United States Internal Revenue law.

9. Provisions which the corporation elects to include:

(9a) Except to the extent that the North Carolina General Statutes prohibit such limitation or elimination of liability of directors for breaches of duty, no director of the corporation shall have any personal liability arising out of an action whether by or in the right of the corporation or otherwise for monetary damages for breach of any duty as director. No amendment to or repeal of this article (9a) shall apply to or have any effect on the liability or alleged liability of any director of the corporation for or with respect to acts or omissions of such director occurring prior to amendment or repeal. The provisions of article (9a) shall not be deemed to limit or preclude indemnification of a director by the corporation for any liability that has not been eliminated by the provisions of this article.

(9b) The corporation shall have the right to amend, alter, change, or repeal any provision except article (8) above, contained in the Articles of Incorporation in the manner now or hereafter prescribed by statute; provided, however, that under no circumstances shall these Articles of Incorporation be amended so that the corporation may operate for other than charitable, educational, scientific or literary purposes or so that any director or other private individual may participate in the distribution of earnings, funds or properties of this corporation. Notwithstanding any other provision of these Articles, this corporation shall not carry on any activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue law) or (b) a corporation contributions to which are deductible under 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue law).

10. The street address and county of the principal office of the corporation is:

Number and Street **1973 Rocky Ford Road**

City, State, Zip Code **Kittrell, NC 27544** County **Franklin**

11. The mailing address *if different from the street address* of the principal office is:

12. These articles will be effective upon filing, unless a later time and/or date is specified: _____

This is the _____ day of _____, 20____.

Signature of Incorporator

Robert A. Radcliffe

ARTICLES OF INCORPORATION

BEN FRANKLIN SOCIETY

ROBERT A. RADCLIFFE
Registered Agent
1973 Rocky Ford Road
Kittrell, NC 27544