

ARTICLES OF INCORPORATION  
OF  
JOSEPH VICK FAMILY OF AMERICA, INC.

A NON-PROFIT CORPORATION

We, the undersigned natural persons of the age of twenty-one or more, acting as incorporators for the purpose of creating a non-profit corporation under the laws of the State of North Carolina, as contained in Chapter 55A of the General Statutes of North Carolina, entitled "Non-Profit Corporation Act," and the several amendments thereto, do hereby set forth:

1. The name of the corporation is Joseph Vick Family of America, Inc.
2. The period of duration of the corporation shall be perpetual
3. The purposes for which the corporation is organized are:
  - A. To carry out any lawful purpose pursuant to Chapter 55A of the General Statutes of North Carolina.
  - B. The Joseph Vick Family of America, Inc., a non-profit corporation, is organized exclusively for charitable, literary and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding provision of any future United States Internal Revenue clause known as the Code.
  - C. 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 (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 (or corresponding provision of any future United States Internal Revenue Law).
4. The corporation is to have the following class or classes of members: (If there are to be no members, so state)  
A single class of membership to be composed of descendants of Joseph Vick, planter, who settled in Lower Parish, Isle of Wight county, Virginia, and was granted property there in 1675, and who are interested in furthering the purposes set forth above. The corporation shall have the right to assess and collect an annual membership fee. Spouses, widows, and widowers of Vick descendants are also entitled to be members.

5. Directors of the corporation shall be elected in the following manner: The initial directors shall be elected at the organizational meeting and then elected or appointed in the manner and for the terms provided in the By-Laws, and need not be residents of North Carolina.

6. The address of the initial registered office of the corporation is as follows:

Street address (if none, so state) 200 South Lewis Street City or town Tabor City, North Carolina 28463  
County Columbus

The name of the initial registered agent of the corporation at the above address: O. Richard Wright, Jr.

7. The number of directors constituting the initial Board of Directors shall be 8, and the names and addresses (including street and number, if any) of the persons who are to serve as directors until the first meeting of the corporation or until their successors are elected and qualified are:

NAME	STREET ADDRESS	CITY OR TOWN
Mary Jo McCary	145 Morningview Driv	Vicksburg, MS 39180
Gailen Vick	40 Grove Street	Norfolk, MA 02056
Billie Vick Jurlina	1244 Seminole Dr.	Richardson, TX 75080
Herman Vick	9705-86 Hickory Hollow Rd.	Leesburg, FL 32788
Wayne Vick	Route 1, Box 371	Newsoms, VA 23874
Jack Wesley Vick	Route 1, Box 371	Courtland, VA 23837
Mildred Sessions	Route 1, Box 167	Coy, AL 36435
O. Richard Wright, Jr.	6 Orange Street	Tabor City, NC 28463

8. The names and addresses (including street and number, if any, of all the incorporators are:

NAME	STREET ADDRESS	CITY OR TOWN
O. Richard Wright, Jr.	6 Orange Street	Tabor City, NC 28463

9. In addition to the powers granted corporations under the laws of the State of North Carolina, the corporation shall have full power and authority to act pursuant to Federal law.

10. Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501(C)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, 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 the purposes set forth in Article Third 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 publishing or distribution of statements) any political campaign on behalf of any candidate for public office. 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 1954 (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 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(C)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Clerk of Superior Court at 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 purposes.

The Joseph Vick Family of America, Inc., within the meaning of IRC 509(a) shall comply with the income distribution requirements of Code Section 4942, and the Joseph Vick Family of America, Inc., within the meaning of IRC 509(a) shall be prohibited from actions in violation of IRC Sections 4941, 4943, 4944, and 4945.