



# NORTH CAROLINA

## Department of the Secretary of State

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To all whom these presents shall come, Greetings:

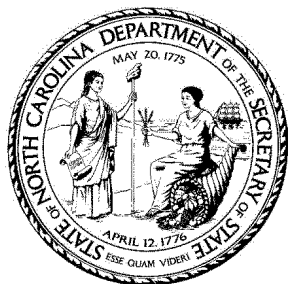
I, Elaine F. Marshall, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

### ARTICLES OF INCORPORATION

OF

### NORTH CAROLINA ASSOCIATION OF SENIOR CITIZEN CLUBS, INC. (NCASCC)

the original of which was filed in this office on the 16th day of April, 2014.



Scan to verify online.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 16th day of April, 2014.

*Elaine F. Marshall*

Secretary of State

**State of North Carolina  
Department of the Secretary of State**

SOSID: 1374000  
Date Filed: 4/16/2014 5:05:00 PM  
Elaine F. Marshall  
North Carolina Secretary of State

**C2014 083 00912**

**ARTICLES OF INCORPORATION  
NONPROFIT CORPORATION**

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

**ARTICLE 1**

Name

The name of the corporation is: North Carolina Association of Senior Citizen Clubs, Inc. (NCASCC)

**ARTICLE 2**

Type of nonprofit corporation and Existence

The corporation is a charitable corporation as defined in NCGS §55A-1-40(4).

The corporation shall have perpetual existence.

**ARTICLE 3**

Registered Agent and Office

The name of the initial registered agent is:

Barbara A. Banks

**ARTICLE 4**

The street address of the initial registered agent office of the corporation is:

995 Delmar Road  
Enfield, NC 27823  
Halifax County

**ARTICLE 5**  
Incorporator (s)

The name and address of the Initial Incorporators are:

President, Larn Dillard, District V, 2246 East 1st Street, Winston Salem, NC 27105  
Vice President, Peggy Hinson, District III, 355 Sherry Drive, Kinston, NC 28504  
Secretary, Doris Spears, District VIII, 8801 Potomac Blvd, Charlotte, NC 28216  
Assistant Secretary, Carrie, Bardwell, District V, 141 Frazier Creek Road, Winston Salem, NC  
17105  
Treasurer, Henry Anderson, District IX, 57 Pinnars Cove Road, Asheville, NC 28803  
Assistant Treasurer, Ross Peterson, District IX, 29 Congress Street, Asheville, NC 28801  
Registered Agent, Barbara A. Banks, District 1A, 995 Delmar Road, Enfield, NC 27823

**ARTICLE 6**  
Members

The Said Corporation shall have members of North Carolina residents. Any Senior Citizen Club in North Carolina having an age minimum of 55 years, with at least six (6) duly elected officers, may apply for an active membership. The corporation initial member clubs are organized into nine (9) Districts within specific designated counties: **I-A:** Bertie, Beaufort, Edgecombe, Martin, Pitt, Wilson, Nash, Halifax, Northampton, and Hertford; **I-B:** Gates, Currituck, Camden, Dare, Pasquotank, Perquimans, Chowan, Washington, Tyrell, and Hyde; **II:** Montgomery, Moore, Lee, Harnett, Sampson, Cumberland, Bladen, Hoke, Columbus, Roberson, Scotland, Richmond; **III:** Greene, Wayne, Lenoir, Craven, Pamlico, Carteret, Onslow, Jones, Duplin, Pender, New Hanover, and Brunswick ; **IV:** Person, Granville, Vance, Warren, Franklin, Orange, Durham, Wake, Johnston; **V:** Surry, Yadkin, Stokes, and Forsythe; **VI** Rockingham, Caswell, Guilford, Alamance, Davidson, Randolph, Chatham; **VII:** Avery, Ashe, Alleghany, Wilkes, Watauga, Caldwell, Alexander, Iredell, David, Rowan, Stanly, Cabarrus, Catawba, Burke; **VIII:** Anson, Union, Mecklenburg, Lincoln, Gaston, Cleveland, and Rutherford; and **IX:** Cherokee, Clay, Macon Jackson, Transylvania, Henderson, Polk, McDowell, Buncombe, Haywood, Swain, Graham, Madison, Mitchell, and Yancey.

A list of its members and a means by which they may be contacted will be recorded and updated every fiscal quarter. Any membership information gathered, including but not limited to name, contact information, and any optional demographic information, will be treated as confidential information.

## **ARTICLE 7**

### **Distributions upon Dissolution**

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all the legal liabilities, obligations, debts, costs and expenses of the corporation, dispose of all assets of the corporation. The assets shall be distributed for one or more exempt purposes within the meaning of section 501(c) (3) and Section 170(c) (1) or (2) of the Internal Revenue Code, or the corresponding section of any future federal tax code, in such manner as the Board of Directors shall determine, exclusively for such purposes identified in Article 8 (Purpose).

## **ARTICLE 8**

### **Purpose**

The purpose of the corporation is exclusively for charitable 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, or the corresponding section of any future federal tax code.

Its exclusive purpose is to organize local Senior Citizen Clubs; to afford Senior Citizens opportunities for continued leadership, active and useful participation in community affairs, and the continuance of responsibilities for seniors; to afford Senior Citizens the opportunities for self-expression; to assist local communities in establishing clubs for Senior Citizens; to afford Senior Citizens the freedom to manage and control their organizations; to act as a key source of communication and unity among the Senior Citizens in the state of North Carolina; and to ensure that Senior Citizens will never be isolated from the total community.

Each year, the corporation shall provide a platform for Senior Citizen Clubs to gather and network by conducting an annual conference between September and November.

## **ARTICLE 9**

### **Principal Office and Mailing Address**

The corporation principal office is:

2401 Kendall Drive  
Charlotte, NC 28216  
Mecklenburg County

The corporation mailing address is:

Post Office Box 681415  
Charlotte, NC 28216  
Mecklenburg County

**ARTICLE 10 Directors**

The corporation's initial directors are as follows:

Larn Dillard, District V, 2246 East 1st Street, Winston Salem, NC 27105  
Doris Spears, District VIII, 8801 Potomac Blvd, Charlotte, NC 28216  
Henry Anderson, District IX, 57 Pinners Cove Road, Asheville, NC 28803  
Barbara Banks, District 1A, 995 Enfield, NC 27823

**ARTICLE 11**

**Amendments**

An amendment to the articles may be proposed by the Executive Board members or by one-tenth of the membership presented as a petition to the said corporation presiding President. The declaration of an amendment must be made formally and filed with the presiding corporation President. The amendment is considered at the next upcoming quarterly corporation meeting within one month of its receipt by the presiding President. The corporation Secretary shall send a notice to all District Club Presidents, District Voting Delegates, and State Advisor that voting on an amendment will occur along with the text of the proposed amendment no more than sixty days or less than ten days before the meeting at which the amendment is considered. The amendment is adopted if two-thirds or more of the members present vote for adoption. The amendment must be filed by the Registered Agent with the North Carolina Department of the Secretary of State no later than 30 days from when it was approved.

**ARTICLE 12**

**Shares**

The corporation shall not have shares.

**ARTICLE 13**

**Indemnification**

The corporation does indemnify any directors, officers, employees, incorporators, and members of the corporation from any liability regarding the corporation and the affairs of the corporation, unless the person fraudulently and intentionally violated the law and/or maliciously conducted acts to damage and/or defraud the corporation, or as otherwise provided under applicable statute.

**ARTICLE 14**  
Prohibited Activities

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 8. No substantial part of the activities of the corporation shall be the carrying on of propoganda, 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code or the corresponding section of any future federal tax code, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

**ARTICLE 15**  
Effective Date

The effective date of incorporation shall be: upon filing by the Secretary of State.

This is the 11 day of April, 2014.

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Incorporator Business Entity Name

*Barbara A. Banks*

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Signature of Incorporator

**Barbara A. Banks, Registered Agent**

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Type or Print Incorporator's name and title, if any