

ARTICLES OF INCORPORATION

of

LAKE GASTON WEED CONTROL COUNCIL

A Non-Profit Corporation

We, the undersigned natural persons of the age of twenty-one years 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 Statutes of North Carolina, entitled "Non-Profit Corporation Act", and the several amendments thereto, do hereby set forth:

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NORTH CAROLINA

1. The name of the corporation is Lake Gaston Weed Control Council

2. The period of duration of the corporation shall be unlimited

3. The purposes for which the corporation is organized are:

A. To promote research, control and/or eradication of undesirable aquatic weeds in Lake Gaston and to improve the quality of the water and to control pollution in and around Lake Gaston, which is located partly in North Carolina and partly in Virginia, and is bounded by the counties of Halifax, Northampton, and Warren in North Carolina and Brunswick and Mecklenburg in Virginia.

B. To be an advisory council to the Board of County Commissioners and the Board of Supervisors of the counties surrounding said lake, both individually as to the counties and collectively as to the five counties authorizing said Lake Gaston Weed Control Council.

C. To meet and discuss with all local, state and federal agencies concerned with quality of human life, water, pollution, recreation, wildlife, fish and fishing conditions, in and around Lake Gaston, and to pass on to all governmental agencies on the local, state or federal level any recommendations believed feasible and necessary to accomplish the purposes of this corporation.

D. To petition for and accept any public or private funds that may be available or become available from any local, state or federal agency, or any person, firm, corporation or foundation, which funds shall be used for the control, improvement, or eradication of any weeds or damage resulting from the existence of any aquatic weeds in and around Lake Gaston.

In order to properly pursue the objectives and purposes above set forth, the corporation shall have full control and authority, both in North Carolina and Virginia, to perform all acts which may be necessary or expedient for the purpose of successfully pursuing the objectives and purposes for which the corporation is created. It is also the purpose of this corporation to exercise any and all of the powers granted under Chapter 55A of the General Statutes of North Carolina.

4. The corporation is to have the following class or classes of members: no members

5. Directors of the corporation shall be elected in following manner: three members shall be appointed by each of the Board of Commissioners of Northampton County, North Carolina, Halifax County, North Carolina, and Warren County, North Carolina; and three members shall be appointed by each of the Board of Supervisors of Mecklenburg County, Virginia, and Brunswick County, Virginia. One member from each county shall be appointed for a one-year term, one member from each county shall be appointed for a two-year term, and one member from each county shall be appointed for a three-year term, with any vacancy to be filled by the governing body of the county in which the vacancy occurs. At such time as the members have been appointed, those persons who are forming this association shall have no further control of this association unless requested to serve by any of the members. The members shall thereafter elect their own officers.

6. The address of the initial registered office of the corporation is as follows: 100 Becker Drive, P. O. Box 160, Roanoke Rapids, Halifax County, North Carolina 27870. The

initial registered agent of the corporation at the above address is W. Lunsford Crew.

7. The number of directors constituting the initial Board of Directors shall be three, and the names and addresses 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: W. Lunsford Crew, 100 Becker Drive, P. O. Box 160, Roanoke Rapids, North Carolina 27870; W. S. Davis, Sr., 18 E. 10th Street, P. O. Box 579, Roanoke Rapids, North Carolina 27870; and L. Taylor Oakes, 100 Becker Drive, P. O. Box 627, Roanoke Rapids, North Carolina 27870.

8. The names and addresses of all the incorporators are: W. Lunsford Crew, 100 Becker Drive, P. O. Box 160, Roanoke Rapids, North Carolina 27870.

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 perform any other lawful acts that will, in the opinion of said council, accomplish the purposes of the formation of this corporation as above set forth, not inconsistent with the by-laws to be hereinafter adopted by said Board of Directors.

10. Said corporation is organized exclusively for charitable, 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~~ 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 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 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 to 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 purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify

as an exempt organization or organizations under section 501 (c) 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. In lieu of such distribution, the Board of Directors may dispose of any funds remaining by distributing them on a pro-rata basis to the five counties named in this charter.

IN TESTIMONY WHEREOF, we have hereunto set our hands, this the 2nd day of August, 1985.

W. Lunsford Crew
W. Lunsford Crew

NORTH CAROLINA

HALIFAX COUNTY

This is to certify that on the 15th day of August, 1985, before me, a Notary Public, personally appeared W. Lunsford Crew, who, I am satisfied, is the person named in and who executed the foregoing Articles of Incorporation, and I having first made known to him the contents thereof, he did acknowledge that he signed and delivered the same as his voluntary act and deed for the uses and purposes therein expressed.

In Testimony Whereof, I have hereunto set my hand and official seal, this the 15th day of August, 1985.

Lori J. Compton (Whelan)
Notary Public

My commission expires:

11-25-85

FILED FOR REGISTRATION AND RECORDED
12:15 O'CLOCK P.M.
Sept 25, 1985 IN BOOK
82 PAGE 34
T. S. Uzelle
Register of Deeds, Halifax County

✓ Crew