

Articles of Incorporation

ARTICLES OF INCORPORATION

OF

ST. PAUL HIGH SCHOOL ALUMNI ASSOCIATION, INC.

We hereby associate to form a non-stock, not-for-profit, tax-exempt corporation under the provisions of Title 13.1 of the Code of Virginia and 501(c)(3) of the Internal Revenue Code, and to that end set forth the following:

Article I – Name

The name of the corporation shall be St. Paul High School Alumni Association, Inc., (hereinafter “the Corporation”).

Article II – Purposes and Powers

1. The purposes for which the Corporation is formed are:

- a. To preserve the history and traditions of St. Paul High School.
- b. To establish and maintain a fund for the development of an Alumni Scholarship Endowment.
- c. To provide a forum for ideas to be developed that would stimulate alumni support for the St. Paul Schools.
- d. To provide a base for an “alumni voice” to be expressed when appropriate.
- e. To encourage the entire community to exercise their options provided by law to work together for the mutual benefit of St. Paul High School.
- f. To provide leadership and assistance in future class reunions.

2. The assets of the Corporation shall be at all time dedicated to the purposes herein enumerated, and none of the net earnings shall inure in whole or in part 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 purposes set forth herein. If for any reason it becomes necessary to dissolve or liquidate the Corporation, the remaining assets of the Corporation, after its lawful obligations and all other requirements of law are met and complied with, shall be transferred or conveyed to one or more corporations, societies or organizations engaged in activities similar to those of the Corporation and qualifying under Section 501(c)(3) of the Internal Revenue Code, and any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in accordance with the law.

3. The Corporation may solicit and receive funds and property by gift, transfer, devise, bequest or any other method allowed by law, and may administer and apply such funds only in furtherance of the purposes set forth herein.

4. The Corporation shall not engage in any activities attempting to influence legislation, nor shall it directly or indirectly participate or intervene in any political campaigns on behalf of any candidate for public office.

5. The Corporation shall do any and all lawful things which may be necessary, useful, suitable, or proper for furtherance or accomplishment of the purposes and powers of the Corporation, and shall exercise all powers possessed the Virginia Corporations.

6. The Corporation is organized exclusively for one or more purposes specified in section 501(c)(3) of the Internal Revenue Code.

Article III – Membership

1. Membership in the Corporation shall include all graduates and attendees of St. Paul High School to include as broad a representation as is practical of local government, elementary and secondary education, higher education, the business community, civic groups and private citizens of all ages as specified in the Virginia Regional Competitiveness Act. The Corporation shall have no set number of members.

2. The Corporation shall have an Executive Committee consisting of the duly elected officers and Board of Directors of the Corporation. The Executive Committee shall exercise such powers as granted by the Board of Directors.

Article IV – Registered Agent

1. The initial registered office of the Corporation is located at St. Paul, Wise County, Virginia. The initial registered agent is , who is a resident of Virginia, a member of the Virginia State Bar Association and whose business office is the same as the registered office of the Corporation.

Dated the day of , 2002