



NORTH CAROLINA

Department of the Secretary of State

To all whom these presents shall come, Greetings:

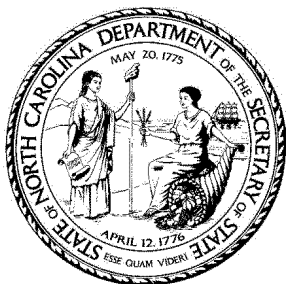
I, Elaine F. Marshall, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF INCORPORATION

OF

SOUTHERN CONSERVATION PARTNERS, INC.

the original of which was filed in this office on the 8th day of September, 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 8th day of September, 2014.

Elaine F. Marshall

Secretary of State

C2014 246 00085

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 nonprofit corporation is: Southern Conservation Partners, Inc. .
2. (Check only if applicable.) The corporation is a charitable or religious corporation as defined in NCGS §55A-1-40(4)
3. The name of the initial registered agent is: Charles Roe _____ .
4. The street address and county of the initial registered agent's office of the corporation is:
Number and Street: 6410 Arrington Road
City: Raleigh State: NC Zip Code: 27607 County: Wake

The mailing address *if different from the street address* of the initial registered agent's office is:

Number and Street or PO Box: POB 33222
City: Raleigh State: NC Zip Code: 27636 County: Wake

5. The name and address of each incorporator is as follows:
Milo Pyne (Board Chair) 806 Vickers Ave., Durham NC 27701
Charlotte Jones-Roe (Board Vice Chair) 6410 Arrington Road, Raleigh NC 27607
Julie H. Moore (Board Treasurer) 822 Woodburn Road, Raleigh NC 27605
Charles E. Roe (Board Secretary) 6410 Arrington Road, Raleigh NC 27607

6. (Check either a or b below.)
a. The corporation will have members.
b. The corporation will not have members.
7. Attached are provisions regarding the distribution of the corporation's assets upon its dissolution. **See below.**

8. Any other provisions which the corporation elects to include are attached. **See below.**

9. The street address and county of the principal office of the corporation is:
UNTIL SUCH TIME WHEN ACTUAL OFFICE IS ESTABLISHED
Principal Office Telephone Number: 919-859-2825
Number and Street: 6410 Arrington Road
City: Raleigh State: NC Zip Code: 27607 County: Wake

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

Number and Street or PO Box: POB 33222
City: Raleigh State: NC Zip Code: 27636 County: Wake

10. (Optional): Please provide a business e-mail address: (not yet established) _____.

The Secretary of State's Office will e-mail the business automatically at the address provided at no charge when a document is filed. The e-mail provided will not be viewable on the website. For more information on why this service is being offered, please see the instructions for this document.

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

This is the 18th day of August, 2014.

Southern Conservation Partners, Inc.
(Incorporator Business Entity Name)



Signature of Incorporator

Charles E. Roe, Board Secretary

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

NOTES:
1. Filing fee is \$60. This document must be filed with the Secretary of State.
CORPORATIONS

Attachment: Other provisions

Purpose of Corporation

This corporation is organized for the following purpose(s) (*check as applicable*):

- religious,
- charitable,
- educational,
- testing for public safety,
- scientific,
- literary,
- fostering national or international amateur sports competition, and/or
- prevention of cruelty to children or animals,

including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 (herein the "Code") (or the corresponding provisions of any future United States Internal Revenue Code).

Prohibited Activities

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 purposes set forth in these articles of incorporation. 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 or in opposition to any candidate for public office. Notwithstanding any other provisions 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 Code or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

Distributions Upon Dissolution

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)(3) of the Code as the Board of Directors shall determine, or to federal, state, or local governments to be used exclusively for public purposes. Any such assets not so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, such as the court shall determine, which are organized and operated exclusively for such purposes, or to such governments for such purposes.