

State of North Carolina
Department of the Secretary of State

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Elaine F. Marshall
North Carolina Secretary of State

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ARTICLES OF INCORPORATION
NONPROFIT CORPORATION

Pursuant to Section 55B-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 corporation is: Cherry Point Detachment No 1067, Marine Corps League, Incorporated.
2. (Check only if applicable.) The corporation is a charitable or religious corporation as defined in N.C.G.S. Section 55B-1-40(4).
3. The street address and county of the initial registered office of the corporation is:
Number and Street 219 Rankin Court
City, State, Zip Code New Bern, NC 28560 County Craven
4. The mailing address *if different from the street address* of the initial registered office is:
308 Murdoch Rd., Newport, NC 28570

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5. The name of the initial registered agent is:
Earl J. Sidney
 6. The name and address of each incorporator is as follows:
Earl J. Sidney, 219 Rankin Ct., New Bern, NC 28560
Michael Lamb, 400 Rams Rd., Havelock, NC 28532
Dan Bierbrauer, 119 Neuse Harbour Blvd., New Bern, NC 28560

7. (Check either a or b below.)
a. The corporation will have members.
b. The corporation will not have members.
8. Attachment A are provisions regarding the distribution of the corporation's assets upon its dissolution.
9. Any other provisions which the corporation elects to include are attached as Attachment B.
10. The street address and county of the principal office of the corporation is:
Number and Street 219 Rankin Court
City, State, Zip Code New Bern, NC 28560 County Craven

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

308 Murdoch Rd., Newport, NC 28570

12. These articles will be effective upon filing, unless a later time and/or date is specified: --

This is the 25th day of January, 2001.



Signature of Incorporator

Earl J. Sidney, Commandant, Incorporator

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

NOTES:

1. Filing fee is \$60. This document and one exact or confirmed copy of these articles must be filed

Attachment A to Articles of Incorporation

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 religious, charitable, educational, scientific or literary 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.

Attachment B to Articles of Incorporation

Other Provisions

1. This corporation is organized for the purpose of charity, 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).
2. The period of duration of the Corporation shall be perpetual.
3. The specific purposes for which the Corporation is organized are
 - (a.) to preserve the traditions and to promote the interests of the United States Marine Corps;
 - (b.) to band together those who are now serving in the United States Marine Corps and those who have been honorably discharged from that service together in fellowship that they may effectively promote the ideals of American freedom and democracy;
 - (c.) to fit its members for the duties of citizenship and to encourage them to serve as ably as citizens as they have served the nation under arms;
 - (d.) to hold sacred the history and memory of the men who have given their lives to the nation;
 - (e.) to foster love for the principles which they have supported by blood and valor since the founding of the republic;
 - (f.) to maintain true allegiance to American institutions;
 - (g.) to create a bond of comradeship between those in the service and those who have returned to civilian life;
 - (h.) to aid voluntarily and to render assistance to all Marines and former Marines as well as to their widows and orphans.
 - (i.) to perpetuate the history of the United States Marine Corps and by fitting acts to observe the anniversaries of historical occasions of particular interest to Marines.
4. The corporation is to have the following classes of member: Active and Inactive.
Members may be admitted by complying with the by-laws of the corporation.
5. Directors of the corporation shall be elected in the following manner:
By complying with the by-laws of the corporation.
6. The number of directors constituting the initial board of directors shall be 3 and the names and addresses (including street and numbers, 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:

Earl J. Sidney, 219 Rankin Ct., New Bern, NC 28560

Michael Lamb, 400 Rams Rd., Havelock, NC 28532

Dan Bierbrauer, 119 Neuse Harbour Blvd., New Bern, NC 28560

7. In addition to the powers granted by laws of the State of North Carolina, the corporation shall have full power and authority to:

- (a) charge and collect membership dues and receive contributions of money and property to be devoted to carrying out the purposes of the organization.
- (b) sue or may be sued.
- (c) to adopt a corporate seal and alter it at pleasure
- (d) to adopt and alter the bylaws not inconsistent with the Constitution and laws of the United States or of any State.
- (e) to establish and maintain offices for the conduct of its business.
- (f) to appoint and elect officers and agents.
- (g) to choose a board of trustees, consisting of not more than fifteen nor less than three persons, to conduct the business and exercise the powers of the corporation;
- (h) to acquire by purchase, devise, bequest, gift or otherwise, and hold, encumber, convey, or otherwise dispose of such real and personal property as may be necessary or appropriate for its corporate purposes; and,
- (i) to generally do any and all lawful acts necessary or appropriate to carry out the purposes for which the corporation is created.

8. This corporation shall have no capital stock and shall operate on a non-profit basis. No part of the assets or income of the corporation shall be distributed or to inure to the benefit of any member, director, or officer of the corporation or any private individual. However, reasonable compensation may be paid for service rendered to or for the corporation affecting one or more of its purposes. In the event of dissolution, no member, director, or officer of the corporation or any private individual shall be entitled to share in the distribution of the assets of the corporation, but such assets shall be donated, transferred, delivered and conveyed by the directors to one or more organizations engaged in similar activities that have qualified under Section 501 (c) (3) or corresponding provisions of the Internal Revenue Code and have qualified under Chapter 105, Sections 125 and 138 of the General Statutes of North Carolina

9. 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.