

**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: Friends of the Bryson City Cemetery.
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: Don Casada.

4. The street address and county of the initial registered agent's office of the corporation is:

Number and Street: 177 Black Hill Road

City: Bryson City State NC Zip Code: 28713 County: Swain

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

Number and Street or PO Box: P.O. Box 2223

City: Bryson City State NC Zip Code: 28713 County: Swain

5. The name and address of each incorporator is as follows:

Gwen Breese, 24 Lingering Shade Lane, Waynesville NC 28786

Ann Marie Woffindin, 15 Old Greenwood Road, Asheville NC 28803

-
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.

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

9. The street address and county of the principal office of the corporation is:

Principal Office Telephone Number: 828 488-2358

Number and Street: 177 Black Hill Road

City: Bryson City State NC Zip Code: 28713 County: Swain

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

Number and Street or PO Box: P.O. Box 2223

City: Bryson City State NC Zip Code: 28713 County: Swain

10. (Optional): Please provide a business e-mail address:

friendsofthebcc@gmail.com

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 12th day of May, 2016

Friends of the Bryson City Cemetery
Incorporator Business Entity Name

Gwen Breese
Signature of Incorporator

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

Friends of the Bryson City Cemetery
Incorporator Business Entity Name

Ann Marie Woffindin
Signature of Incorporator

Ann Marie Woffindin, Director
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.

ARTICLE III. PURPOSE

The purposes of the Friends of the Bryson City Cemetery are to:

- A. Provide assistance in the restoration, maintenance, and preservation of the historical Bryson City Cemetery, and
- B. Foster knowledge of its importance to Bryson City, Swain County, and surrounding areas.

ARTICLE X. LIABILITY

Officers and directors of the corporation shall serve without compensation. To the fullest extent permitted by the North Carolina Nonprofit Corporation Act as currently in effect or as may be amended, no person who is serving or who has served as a director or officer shall be personally liable for monetary damages for breach of any duty as a director or officer. No amendment or appeal of this article nor the adoption of any other amendment to these bylaws inconsistent with this article, shall eliminate or reduce the protection granted herein with respect to any matter that occurred prior to such amendment, repeal, or adoption. The private property of the directors and officers of the corporation shall not be subject to payment of corporation debts to any extent whatsoever.

ARTICLE XI. COMPENSATION

No part of the income of the corporation shall inure to the benefit of any director, officer, or member of the corporation or any private person, except for reimbursement of approved and documented expenses related to the purposes of the corporation. No director, officer, or member of the corporation shall be entitled to share in the distribution of any of the corporation assets on dissolution of the corporation.

ARTICLE XII. DISSOLUTION

The existence of this corporation shall be perpetual. Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code of 2016, or corresponding section of any future Federal tax code, or shall be distributed to the federal, state, or local government for a public purpose.