

STATE OF NORTH CAROLINA



Department of The
Secretary of State

To all to whom these presents shall come, Greeting:

I, Thad Eure, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached (4 sheets) to be a true copy of

CHARTER DOCUMENTS

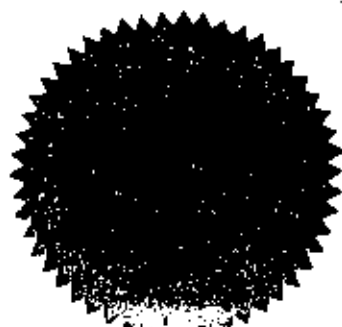
OF

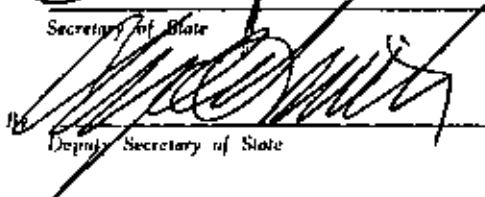
NATIONAL COUNCIL OF RETURNED PEACE CORPS VOLUNTEERS

the original of which is now on file and a matter of record in this office.

In Witness Whereof, I have hereunto set my hand and affixed my official seal.

Done in Office, at Raleigh, this 13th **day**
of July, **in the year of our Lord 19** 81.




Secretary of State

Deputy Secretary of State

JAN 22 9 33 AM '81

ARTICLES OF INCORPORATION

OF

NATIONAL COUNCIL OF RETURNED PEACE CORPS VOLUNTEERS

FILED
THAD EURE
SECRETARY OF STATE
NORTH CAROLINA

The undersigned, being of the age of eighteen years or more, does hereby make and acknowledge these Articles of Incorporation for the purpose of forming a nonprofit corporation under and by virtue of the laws of the State of North Carolina.

1. The name of the Corporation is: NATIONAL COUNCIL OF RETURNED PEACE CORPS VOLUNTEERS.

2. The period of duration of the Corporation is unlimited.

3. The purposes for which the Corporation is organized are those of the National Council of Returned Peace Corps Volunteers: to inform and educate its members and the public, to provide a focal point for unified activities of local organizations and to help assure realization of the goals for which the Peace Corps was created, specifically:

a. To promote world peace and understanding;
b. To provide a source of temporary manpower to developing nations; and
c. To promote understanding between peoples of the United States and those of the Third World.

d. To promote educational, cultural and social activities for members.

e. To conduct research, organize and administer social, educational and scientific programs and projects.

f. To make and receive donations for the public welfare or for charitable, scientific or educational purposes;

g. To purchase, take, receive, lease, take by gift, devise or bequest, or otherwise acquire, own, hold, improve, use and otherwise deal in and with, real and personal property, or any interest therein, wherever situated.

h. To sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets subject to the restrictions contained in item 4 below.

i. To contract with, work for and otherwise assist any governmental agency or unit, private organization, person, or foundation engaged in any activity which is included within items (a) (b) (c) (d) of this item.

j. To do, conduct and carry out any and all lawful enterprises or activities as are authorized to be done, conducted or carried out under the laws of the State of North Carolina for nonprofit corporations and which are not in conflict with item 4 below.

4. No part of the net earnings of the corporation shall inure

to the benefit of, or be distributed 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 the purposes set forth in item 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 for 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 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 organizations or organization 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 Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Clerk of Superior Court of Surry County, exclusively for such purposes or to such organization or organizations as are organized and operated exclusively for such purposes.

5. The Corporation shall have members which may be divided into such classes as shall be provided in the bylaws. All members shall be accepted, appointed, elected or designated in the same manner provided by the bylaws.

6. The directors of the Corporation shall be elected or appointed in the manner and for the terms provided in the bylaws.

7. The address of the initial registered office of the

Corporation in the State of North Carolina is 112 Terrace Avenue, Elkin, 28621 in Surry County, North Carolina; and the name of its initial registered agent at that address is Roy Lynn Thomasson.

8. The number of directors constituting the initial board of directors shall be eleven (11) and the names and addresses of the persons who are to serve as the initial directors are:

Name	Address
Fred Thompson, (President)	Star Route Box 38, Brimson, MN 55602
Ruth Bednarz, (Vice-President)	4523 Broadway, New York, NY 10040
Margaret Riley,	5634 Burdette, Omaha, NE 68104 (Secretary)
Roy Thomasson,	112 Terrace Avenue, Elkin, NC 28621 (Treasurer)
Jeanne Ross,	4712 Pine Lake Village, Lindenwold, NJ 08021
Patrick Saccomandi,	4310 18th Street, NW, Washington, DC 20011
Thomas Crane,	3707 Pennsylvania, Kansas City, MO 64111
Karen Keefer,	6405 Fifth Avenue, Takoma Park, MD 20012
Edward Henry,	179 Garfield, South Orange, NJ 70709
William Kidd,	541 Riverside Drive #62, Augusta, ME 04330
Greg Flakus,	6405 Fifth Avenue, Takoma Park, MD 20012

9. The name and address of the incorporator is Roy Thomasson, 112 Terrace Avenue, Elkin, NC 28621.

IN WITNESS WHEREOF, I have hereunto set my hand this twenty-first day of January 1981.

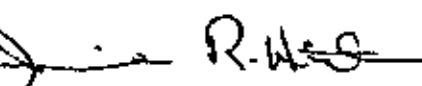


SEAL

State of North Carolina

County of Surry

I, Jimmie R. Hutchens, a notary public, do hereby certify that Roy Thomasson personally appeared before me on this twenty-first of January, 1981 and acknowledged the due execution of the foregoing Articles of Incorporation.



Notary Public

My commission expires : 11-13-81



285084

FILED

JUN 3 10 05 AM '81

ARTICLES OF AMENDMENT
TO THE CHARTER OF

THAD EURE
SECRETARY OF STATE
NORTH CAROLINA

National Council of Returned Peace Corps Volunteers

(Name of Corporation)

The undersigned non-profit corporation, for the purpose of amending its articles of incorporation, and in accordance with the provision of Section 55A-36 of the North Carolina Non-Profit Corporation Act, hereby sets forth:

I

Name of the corporation National Council of Returned Peace Corps Volunteers

II

By written unanimous consent
~~At a regularly convened meeting~~ of the directors/~~members~~ (strike word inapplicable) of the corporation held on the day of , A. D. 19 , the following amendment to the articles of incorporation was adopted:

Section 3(d) and (e) : delete the word "social"

Section 3(d) now reads: "To promote educational and cultural activities for members."

Section 3(e) now reads: "To conduct research, organize and administer educational and scientific programs and projects."

Section 3(f) : delete the words "public welfare"

Section 3(f) now reads: "To make and receive donations for charitable, scientific, and educational purposes."

Section 3(j) is deleted in its entirety.

III

(Strike inapplicable paragraph)

The corporation is in the process of organization and incorporation.

~~There are no members of the corporation having voting rights.~~ The above amendment received the affirmative vote of a majority of the directors in office.

or

~~The corporation has members with voting rights. A quorum was present at the meeting held on the above date, and the said amendment received at least two-thirds of the votes entitled to be cast by members present or represented by proxy at such meetings.~~

IN TESTIMONY WHEREOF, the corporation has caused this document to be executed in its name by its President and Secretary this day of , A. D. 19 .

By:

Fred Thompson
President
Roy Thompson
Secretary
active

STATE OF Minnesota

COUNTY OF St. Louis

This is to certify that on this the 22 day of May, A. D. 1981, personally appeared before me Fred Thompson

amendment to the articles of incorporation was adopted:

Section 3(d) and (e) : delete the word "social"

Section 3(d) now reads: "To promote educational and cultural activities for members."

Section 3(e) now reads: "To conduct research, organize and administer educational and scientific programs and projects."

Section 3(f) : delete the words "public welfare"

Section 3(f) now reads: "To make and receive donations for charitable, scientific, and educational purposes."

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or

~~The corporation has members with voting rights. A quorum was present at the meeting held on the above date, and the said amendment received at least two-thirds of the votes entitled to be cast by members present or represented by proxy at such meetings.~~

IN TESTIMONY WHEREOF, the corporation has caused this document to be executed in its name by its President and Secretary this _____ day of _____, A. D. 19____.

By:

Fred Thompson
President

Roy Thompson
active Secretary

STATE OF Minnesota

COUNTY OF St. Louis

This is to certify that on this the 22 day of May, A. D. 1986, personally appeared before me Fred Thompson and _____ each of whom, being by me first duly sworn, deposes and says that he signed the foregoing "Articles of Amendment" in the capacity indicated, and that the statements therein contained are true and correct.

My Commission expires: Apr. 14, 1987

