

FILED
Sep 24, 1992
IN THE OFFICE OF
SECRETARY OF STATE
WEST VIRGINIA

ARTICLES OF INCORPORATION

We, the undersigned persons of full age and capacity, who are residents of the State of West Virginia, and citizens of the United States do hereby agree to become a non-profit corporation under the statues of the State of West Virginia.

**ARTICLE ONE
NAME**

The name of the corporation is Fairmont Community Development Partnership, Inc.

**ARTICLE TWO
PRINCIPAL OFFICE**

The post office address of the corporation is 300 Second Street, Suite # 2 Fairmont, WV 26554.
The physical address of the corporation is same.

**ARTICLE THREE
DURATION**

The period of the duration of this corporation is to be perpetual.

**ARTICLE FOUR
PURPOSES**

The purpose, or purposes, for which this corporation is organized is as follows:
Section 1.01 The purposes for which this corporation is organized are the transactions of any or all lawful business for which non-profit corporations may be incorporated under the laws of the State of West Virginia, as they may be amended from time to time, and which further exclusively charitable, educational, or scientific purposes, and, specifically, but not in limitation thereof, the purpose of promoting improvements of the quality of life for citizens and communities within West Virginia, specifically for the development of affordable housing through the Low Income Housing Tax Credit (LIHTC) program, and Marion County, specifically for the development of affordable housing as a Certified Home Development Organization (CHDO), through a partnership that will facilitate the investment and coordinated delivery of resources for community and economic development, neighborhood revitalization and to provide affordable housing in targeted areas.

**ARTICLE FIVE
NON-STOCK CORPORATION**

The corporation shall be non-stock, and no dividends of pecuniary profits shall be declared or paid unto any member or director thereof. No part of the net earnings of the corporation shall inure to the benefits of or be distributed to its members, directors, officers or other private persons, except that the corporation shall be empowered to authorize, and to pay, reasonable compensation for services rendered.

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, any political campaign on behalf of any candidate for public office. The balance, if any, of all money received by the corporation from its operation, after payment in full of all debts and obligations of the corporation of whatever kind or nature, shall be used and distributed exclusively for charitable, scientific and education purposes. All income of the corporation from each taxable year (for Income Tax Purposes) shall be distributed at such time and in such manner so as to subject the corporation to the Federal Tax under Section 4942 of the Internal Revenue Code of 1954, as amended. The corporation created hereby shall not engage in any act of self-dealing (as defined in Section 4943 (c) of Internal Revenue Code of 1954), make any investments in such a manner as to subject the corporation to tax under Sect1on 4944 of the Internal Revenue Code of 1954, as amended; or make any taxable expenditures as defined in Section 4945 (d) of the Internal Revenue Code of 1954, as amended.

**ARTICLE SIX
DISSOLUTION**

In the event of dissolution, liquidation, or winding up of the corporation, the corporation shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purpose 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 under Sect1on 501 (c)(3)of the Internal Revenue Code of 1954, or future corresponding Internal Revenue Code provision, (as the corporation shall determine).

**ARTICLE SEVEN
BOARD OF DIRECTORS**

- A. The initial Board of Directors shall consist of the following four persons who will constitute the directors until the first annual meeting of members, or until their successors are elected and shall qualify, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>CITY</u>
1. Aaron Hawkins,	First National Bank, 301 Adams St.,	Fairmont, WV 26554
2. Ron Radcliff,	1300 Locust Avenue,	Fairmont, WV 26554
3. Janet Shackelford,	725 Virginia Avenue,	Fairmont, WV 26554
4. Thelma Ford,	OIC, 120 Jackson Street,	Fairmont, WV 26554

- B. The number of persons to serve on the Board of Directors shall be fixed by the By-Laws.
C. The name and address of the appointed person to whom notice or process may be sent is as follows: Jesse Lawson, 317 Fairmont Avenue, Fairmont, WV 26554

ARTICLE EIGHT

MEMBERS

This corporation shall have general membership. The qualifications for membership shall be stated in the By-Laws of this corporation. There may be such classes of members as may be stated in the By-Laws the By-Laws.

**ARTICLE NINE
INDEMNIFICATION OF OFFICERS, DIRECTORS, EMPLOYEES, AND AGENTS**

The corporation shall indemnify any and all of its existing and former directors, officers, employees, and agents as provided in the By- Laws.

**ARTICLE TEN
AMENDMENTS**

These articles may be amended in the manner provided by statue at the time of amendment.

**ARTICLE ELEVEN
LIMITATION ON MEMBERS LIABILITY**

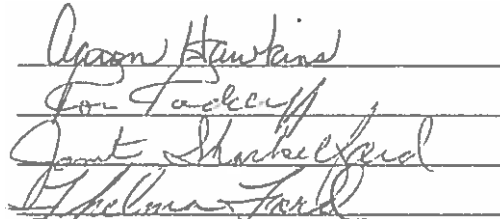
The private property of the members of this corporation shall not be liable for its corporate debts.

**INCORPORATORS
ARTICLE TWELVE**

The names and addresses of the persons forming this corporation are as follows:
ADDRESS

1. Aaron Hawkins, First National Bank, 301 Adams Street, Fairmont, WV 26554
2. Ron Radcliff, 1300 Locust Avenue, Fairmont, WV 26554
3. Janet Shackelford, 725 Virginia Avenue, Fairmont, WV 26554
4. Thelma Ford, OIC, 120 Jackson Street, Fairmont, WV 26554

We, the undersigned, for the purpose of forming a corporation under the laws of the State of West Virginia, do hereby make and file this agreement and we have accordingly hereunto set our respective hands this the 18th day of September, 1992.



The image shows four handwritten signatures in cursive script, each written over a horizontal line. From top to bottom, the signatures are: Aaron Hawkins, Ron Radcliff, Janet Shackelford, and Thelma Ford.

State of West Virginia, County of Marion

I, E. Jean Lambert, as a notary public, in and for the County and State aforesaid, hereby certify that Aaron Hawkins, Ron Radcliff, Janet Shackelford and Thelma Ford whose names are signed to the foregoing Articles of Incorporation, bearing date, the 18th day of September 1992, this day personally appeared before me in my said county and severally acknowledged their signatures to be the same.

Given under my hands and September, 1992,
My commission expires September 28, 1998.

official seal this _____

L. Jean Lambert, Notary Public.

September 28, 1998

