

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 corporation is National Association of Intercollegiate Gymnastics Clubs.
2. The corporation is a charitable corporation as defined in NCGS §§55A-1-40(4).
3. The street address and county of the initial registered office of the corporation is 3623 N. Elm Street, Suite 200, Greensboro, Guilford County, North Carolina 27455.
4. The mailing address of the initial registered office is P.O. Box 41027, Greensboro, North Carolina 27404-1027.
5. The name of the official registered agent is Barbara Stewart.
6. The name and address of the incorporator is Barbara L. Stewart at 3623 N. Elm Street, Suite 200, Greensboro, North Carolina 27455.
7. The corporation will have members.
8. Distribution Upon Dissolution of the Corporation – Upon the 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, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as such Court shall determine, which are organized and operated exclusively for such purposes.

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(a) Purpose of Corporation – This Corporation is organized for charitable purposes, including, for such purposes, the support of the sport of gymnastics at the college and university level, including but not limited to the facilitation and coordination of gymnastics events at colleges and universities.

(b) Prohibited Activities – No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its trustees, officers, or other private person, 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 Section 9(a) above. 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 from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(c) This corporation shall exist in perpetuity unless dissolved.

(d) The Corporation shall have all of the general powers available to nonprofit corporations organized pursuant to Chapter 55A of the North Carolina General Statutes, and as amended. The Corporation shall have, in addition to all other powers and not by way of limitation thereof, the power to contract or subcontract with public, private or governmental entities or persons as may be required in furtherance of its purpose.

(e) Every person who is or shall have been a Director or Officer of the Corporation and his or her personal representatives shall be indemnified by the Corporation against all costs and expenses reasonably incurred by or imposed upon him or her in connection with or resulting from any action, suit or proceeding to which he or she may be made a party by reason of his or her being or having been a Director or Officer of the corporation or of any subsidiary or affiliate thereof, except in relation to such matters as to which he or she shall finally be adjudicated in such action, suit or proceeding to have acted in bad faith and to have been liable by reason of willful misconduct in the performance of his or her duty as such Director or Officer. “Costs and expenses” shall include, but without limited the generality thereof, attorney’s fees, damages, and reasonable amounts paid in settlement.

(g) In the event of a conflict between the Articles of Incorporation and the bylaws of the corporation, these Articles of Incorporation shall control.

10. The street address and county of the principal office of the corporation is 5404 Garden Lake Drive, Greensboro, Guilford County, NC 27410.
11. The mailing address of the principal office is 5404 Garden Lake Drive, Greensboro NC 27410.
12. These articles will be effective upon filing.

This the 28th day of July, 2006.

Barbara S. Stewart

Barbara L. Stewart, Organizer

INCORPORATOR