

RICHMOND PROPERTY GROUP

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**<<Name of State>> NONPROFIT
ARTICLES OF INCORPORATION**

OF

<<Name of Corporation>>

We, the undersigned natural persons all being of the age of eighteen years or more, acting as incorporators under the <<Name of State>> Revised Nonprofit Corporation Act, adopt the following Articles of Incorporation for such Corporation:

ARTICLE I – NAME

The name of the Corporation is <<NAME OF CORPORATION>>.

ARTICLE II – DURATION

The corporate existence shall begin on the date upon which these Articles of Incorporation are filed with the Division of Corporations and Commercial Code of the <<Name of State>> Department of Commerce and shall continue perpetually thereafter unless dissolved as provided by law.

ARTICLE III – PURPOSE

The Corporation is organized exclusively for qualified social club purposes. The primary purpose for which the Corporation is organized shall be to act as a house corporation, providing services to the <<Name of Chapter>> Chapter (University of <<Name of School>>) of Alpha Tau Omega Fraternity. In this capacity, the Corporation may solicit and receive contributions, purchase, own and sell real and personal property, make contracts, invest corporate funds, spend corporate funds for corporate purposes, and engage in other activities in furtherance of, incidental to, or connected with any of the other Purposes.

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c) (7) of the Internal Revenue Code, as amended or supplemented.

The Corporation shall have all of the powers given it by the laws of the State of <<Name of State>>; provided, however, only such powers shall be exercised as are in furtherance of the tax exempt purposes of the Corporation and as may be exercised by an organization exempt under Section 501(c) (7) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

ARTICLE IV – MEMBERS/STOCK

The Corporation shall have one class of members consisting of individuals who: (a) are alumni of the National Alpha Tau Omega Fraternity, (b) are not active members of the <<Name of Chapter>> Chapter (University of <<Name of State>>) of the Alpha Tau Omega Fraternity, (c) have paid the dues as are from time to time established for membership in the Corporation, and (d) have been elected to membership by the Board of Directors. Each member shall be entitled to one vote on each matter submitted to a vote of the members. The Corporation shall not have any stock.

ARTICLE V – BY-LAWS

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the By-Laws.

ARTICLE VI – DIRECTORS

The number of directors constituting the initial Board of Directors of this Corporation is <<Number of Directors>>. The names and addresses of the persons who are to serve as the initial directors until their successors are elected and shall qualify are:

Name Address

ARTICLE VII – INCORPORATORS

The names and addresses of the incorporators are:

Name Address

ARTICLE VIII – REGISTERED OFFICE AND AGENT

The street address of the Corporation’s initial registered office shall be:

<<Address of Corporation’s registered office>>

The Corporation’s initial registered agent at such address shall be:

<<Name of registered agent>>

I hereby acknowledge and accept appointment as corporate registered agent:

Signature

ARTICLE IX – PRINCIPAL PLACE OF BUSINESS

The principal place of business of this Corporation shall be <<Address of principle place of business>>. The business of this Corporation may be conducted in all counties of the State of <<Name of State>> and in all states of the United States, and in all territories thereof, and in all foreign countries as the Board of Directors shall determine.

ARTICLE X – DISTRIBUTIONS

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 to the Corporation and to make payments and distributions in furtherance of the purposes set forth in Article III hereof.

ARTICLE XI – DISSOLUTION

Upon dissolution of this Corporation, if such should ever occur, the assets of the Corporation, after paying or making provision for the payment of all debts and liabilities of the Corporation, shall be conveyed to Richmond Property Group, a non-profit Indiana corporation, and wholly owned subsidiary or The Alpha Tau Omega National Fraternity organized to protect and preserve the real estate assets of the fraternity, or its assigns. Richmond Property Group may then hold, manage or sell the Property in its sole discretion.

Should Richmond Property Group decide, in its sole discretion, to liquidate the Property, the proceeds may be used to pay any outstanding liabilities of this Corporation and/or Chapter with the then remaining balance of such proceeds to be used in accordance with the Purpose stated in these by-laws.

If Richmond Property Group, its successor or assigns are not in existence or do not qualify for receipt of assets from this Corporation at the time of dissolution of this Corporation, the said assets shall be transferred to a qualified organization exempt from taxation to be selected by the Board of Directors of the Corporation. If no such distribution is made, the assets of the Corporation shall be disposed of by the <<District Number>> District Court in and for <<Name of County>>, <<Name of State>> to such a duly qualified tax exempt organization.

ARTICLE XII – EXEMPTION OF PRIVATE PROPERTY

The private property of the directors, officers, and employees of the corporation shall be exempt from all debts, obligations and liabilities of the Corporation of any kind whatsoever and directors, officers, and other volunteers of this Corporation shall not be personally liable in that capacity, for a claim based upon an act of omission of the person performed in the discharge of the person's duties, except for a breach of the duty of loyalty to the Corporation, for acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law, or for a transaction from which the person derives an improper personal benefit. If

