

ARTICLES OF INCORPORATION
OF
SUFFOLK-NANSEMOND COUNTY CHAPTER OF THE IZAAK WALTON LEAGUE OF AMERICA, INCORPORATED

We hereby associate to form a non-stock corporation under the provisions of Chapter 2 of Title 13.1 of the Code of Virginia and to that end set forth the following:

(a) The name of the corporation is SUFFOLK-NANSEMOND COUNTY CHAPTER OF THE IZAAK WALTON LEAGUE OF AMERICA, INCORPORATED.

(b) The purposes for which the corporation is organized are as follows:

1. This corporation is formed exclusively for scientific and educational purposes; to conserve, maintain, protect and restore the forests, soil, waters, wildlife (either animal or vegetable) and other natural resources, and to promote means and opportunities for the education of the public with respect to such resources and the enjoyment and wholesome utilization thereof.

2. To arrange, hold and conduct entertainments, contests, benefits, and social functions, either independently, or in conjunction with other Izaak Walton League chapters, solely for the purpose of raising funds to pay for the cost of carrying out the purpose and objects of the chapter and to receive contributions also for such purposes.

3. To carry out these purposes, the corporation is also authorized to solicit, collect, and otherwise raise money for said purposes; to expend, contribute, disburse, and otherwise handle and dispose of the same for such purposes, either directly or by contributions to other agencies formed for the same or similar purposes; to assist in harmonizing and making more efficient the work of other educational and scientific agencies in preserving, maintaining, protecting and restoring the natural resources of the State of Virginia by cooperating with and assisting such agencies and by receiving by gift, will or otherwise, money or other property, and by holding the same in trust or otherwise and distributing it as may be deemed best for said purposes; to promote its objectives through chapters organized and operated in various parts of the State of Virginia and to do any and all other things necessary or proper in connection with or incidental to the foregoing purposes.

(c) The members of the corporation shall consist of the existing members of the Suffolk-Nansemond County Chapter of the Izaak Walton League of America and such other members as are elected by the Board of Directors. Any person of

good character, vouched for by two members of the corporation, in good standing, who complies with the admission requirements of the Izaak Walton League of America, Inc., shall be eligible for membership in the corporation. Members shall be designated as "chapter", "honor", "supporting", "master", or "life" members, as those classes of membership are defined in the National Constitution and By-Laws of the Izaak Walton League of America, Inc. All members of whatever class whose dues are paid and who are in good standing shall be deemed active members. Only active members whose dues are paid and who are in good standing shall be eligible to hold office, vote at meetings or otherwise enjoy the privileges of the corporation.

(d) The directors of the corporation are to be elected by the majority vote of the active members of the corporation at the annual meeting of the members of the corporation and the terms of office of such directors shall be one year and until their respective successors shall have been elected.

(e) Other provisions:

1. No part of the assets or net earnings of this corporation shall inure to the benefit of any member, officer or director thereof; provided, however, that payment of reasonable compensation for services rendered, and expenses incurred, may be made.

2. No substantial part of the activities of this corporation shall be attempting to influence legislation by propaganda or otherwise, or participating in or intervening in any political campaign on behalf of any candidate for public office.

3. This corporation may dissolve and wind up its affairs upon the adoption of a resolution to dissolve and wind up its affairs by a majority vote in meeting duly assembled after proper notice, at which a quorum is present, of the persons who may exercise all the powers, rights and privileges of members, as provided by law, in these articles, or by the by-laws or regulations of this corporation and according to the plan for the distribution of its assets adopted by this corporation in the same manner.

4. In the event of dissolution the assets of this corporation shall be applied and distributed as follows:

A. All liabilities and obligations of the corporation shall be paid, satisfied and discharged, or adequate provision shall be made therefor.

B. Assets held by the corporation upon condition requiring return, transfer or conveyance, which condition occurs by reason of the dissolution, shall be returned, transferred or conveyed in accordance with such requirements.

C. The remaining assets shall automatically be and become the property of the Virginia Division of The Izaak Walton League of America, Incorporated, a non-profit corporation, to be held by it in the manner provided by its by-laws, provided it is in existence at the time; if not, then the remaining assets shall be and become the property of The Izaak Walton League of America, Incorporated, a non-profit corporation, to be held by it in the manner provided by its by-laws.

D. No part of the assets of this corporation shall be distributed to or inure to the benefit of any member, officer or director of this corporation.

(f) The post office address of the initial registered office is 1002 Virginia Avenue, Suffolk, Virginia. The name of the City in which the initial registered office is located is Suffolk, Virginia. The name of its initial registered agent is H. B. Caton, who is a resident of Virginia and a director of the corporation and whose business address is the same as the registered office of the corporation.

(g) The number of directors constituting the initial board of directors is twelve and the names and addresses of the persons who are to serve as the initial directors are:

<u>NAME</u>	<u>ADDRESS</u>
Raleigh O. Luter	Holland Rd., Suffolk, Virginia
Harry T. Smith	215 McArthur Dr., "
W. B. Harrell, Jr.	W. Washington St., "
Willard H. Andrews	122 Brewor Ave., "
Frank W. Crumpler	Holland Rd., "
J. Webb Pinner	806 Gittings St., "
✓ J. R. Neal	1000 Virginia Ave., "
J. Vernon Spivey	101 Highland Ave., "
J. E. Harrell	Carolina Rd., "
H. B. Caton	1002 Virginia Ave., "
Norman N. Bradshaw	209 N. Saratoga St., "
F. N. Thompson	908 Riverview Dr., "

Dated December 30, 1961.

Raleigh O. Luter
W. B. Harrell, Jr.
J. R. Neal
Incorporators.

State of Virginia)
City of Suffolk } To-wit:

I, Norman N. Bradshaw, a Notary Public in and for the City
~~and State~~ aforesaid, do certify that Raleigh O. Luter, W. B. Harrell, Jr., and
J. R. Neal, whose names are signed to the foregoing articles of
incorporation, bearing date on the 30th day of December, 1961, have
acknowledged the same before me in my City and State aforesaid.

My term of office expires on the 5th day of April, 1964.

Given under my hand this 30th day of December, 1961.

Norman N. Bradshaw
Notary Public.