

**Articles of Incorporation  
of the  
Central Virginia Pickleball Club  
A Nonprofit Corporation**

Pursuant to the provision of the Non-Profit Corporation Law of Virginia, the undersigned incorporators hereby adopt the following Articles of Incorporation:

**Article I  
Name and Organization**

The name of this corporation is the Central Virginia Pickleball Club. The Central Virginia Pickleball Club is a nonprofit corporation created under the laws of the Commonwealth of Virginia.

**Article II  
Principal Registered Office**

The name and address of the registered agent and registered office of this corporation is Lesley Hamilton, President, 109 Vincennes Road, Charlottesville, VA 22911.

**Article III  
Purpose**

The Central Virginia Pickleball Club Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**Article IV  
Directors**

The number of initial directors of this corporation shall be seven and the names and addresses of the initial directors are as follows:

Lesley Hamilton, President, xxxxx  
Reuben Montoya, Vice President, xxxxx  
Gene Rabois, Treasurer, xxxxx  
Robin Kuzen, Secretary, xxxxx  
Ernest Chambers, Director At Large, xxxx  
Jamel Craig, Director At Large, xxxx  
Jim Townsend, Director At Large, xxxx

**Article V  
Members**

The Central Virginia Pickleball Club's by-laws state that membership is open. There will be no precondition for membership, except full membership with voting rights is only available to Virginia residents. Guest memberships will be available for visitors at a reduced rate and will not include voting rights. Members will not be required to join any affiliated organization.

**Article VI**  
**Duration of the Corporation**

The duration of the Central Virginia Pickleball Club Corporation shall be perpetual.

**Article VII**  
**Director Selection**

The elected officers of the club shall be: President, Vice President, Treasurer, Secretary, and the Directors At Large. All officers shall be elected by a majority vote of the Club Membership and shall serve without compensation. The special election Club meeting will be announced to the Membership in advance and will be held in October of each year.

**Article VIII**  
**Corporate Earnings**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the association 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 Article III 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 or in opposition to 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 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. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

**Article IX**  
**Dissolution of the Corporation**

In the event of the dissolution of the Central Virginia Pickleball Club, its 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 said Court shall determine, which are organized and operated exclusively for such purposes.

**Article X**  
**Liability Statement**

Liability of Directors and Officers. No director or officer of the Corporation shall be personally liable to its creditors or for any indebtedness or liability and any and all creditors shall look only to the Corporation's assets for payment. Further, neither any officer, the Board nor any of its individual members shall be liable for acts, neglects or defaults of an agent or representative selected with reasonable care, nor for anything the same may do or refrain from doing in good faith, including the following done in good faith: errors in judgment, acts done or committed on advice of counsel, or any mistakes of fact or law.

