

NORTH CAROLINA

Department of the Secretary of State

To all whom these presents shall come, Greetings:

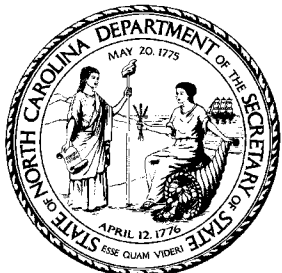
I, Elaine F. Marshall, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF INCORPORATION

OF

QUAKER LAKE CAMP FOUNDATION

the original of which was filed in this office on the 16th day of November, 2017.



Scan to verify online.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 16th day of November, 2017.

Elaine F. Marshall

Secretary of State

**ARTICLES OF INCORPORATION
OF
QUAKER LAKE CAMP FOUNDATION**

The undersigned, being a natural person of the age of eighteen (18) years or more, hereby makes and acknowledges these Articles of Incorporation for the purpose of forming a non-profit corporation under and by virtue of the laws of the State of North Carolina as contained in Chapter 55A of the North Carolina General Statutes entitled the “Non-Profit Corporation Act” and the several amendments thereto (the “NCA”).

ARTICLE I

The name of the Foundation is **QUAKER LAKE CAMP FOUNDATION** (the “Foundation”).

ARTICLE II

The period of duration of the Foundation shall be perpetual unless sooner dissolved in accordance with the NCA.

ARTICLE III

The Foundation will be a charitable or religious corporation within the meaning of the North Carolina General Statutes Section 55A-1-40(4).

ARTICLE IV

The Foundation is organized and operated exclusively for the sole benefit of, to perform the functions of, and to carry out the charitable, educational and benevolent purposes described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, (the “Code”) including, but not limited to, those activities more particularly set forth in the bylaws.

The activities of the Foundation shall be limited to only those activities allowed by a non-profit organization with tax-exempt status under Code Section 501(c)(3) or the corresponding provisions of any successor federal tax code.

No part of the net earnings of the Foundation shall inure to the benefit of, or be distributable to, its directors, trustees, officers or other private persons, except that the Foundation shall be authorized and empowered to pay reasonable compensation for services rendered to the Foundation and to make payments and distributions in furtherance of the purposes set forth in this Article IV hereof.

No substantial part of the activities of the Foundation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Foundation shall not participate or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the Foundation shall not carry on any activities not permitted to be carried (a) by a corporation exempt from federal income tax under Code Section 501(c)(3), as amended, or the corresponding section of any successor federal tax code, or (b) by a corporation, contributions to which are deductible under Code Section 170(c)(2), or the corresponding section or any successor federal tax code.

ARTICLE V

The Foundation will not have members.

ARTICLE VI

The street and mailing address of the initial registered office of the Foundation, which is located in Guilford County, 4811 Hilltop Road, Greensboro, North Carolina 27407. The name of the registered agent at the street and mailing address for the Foundation is Donald E. Farlow.

ARTICLE VII

The street and mailing address of the principal office of the Foundation, which is located in Guilford County, 4811 Hilltop Road, Greensboro, North Carolina 27407.

ARTICLE VIII

A director shall not be personally liable to the Foundation for monetary damages arising out of any action, whether by or in the right of the Foundation or otherwise, for any breach of duty as a director, except for liability with respect to: (a) acts or omissions that the director at the time of the breach knew or believed were clearly in conflict with the best interests of the Foundation, (b) any liability under N.C.G.S. 55A-

8-32 or N.C.G.S. 55A-8-33, (c) any transaction from which the director derived an improper personal financial benefit, and (d) acts or omissions prior to the date these Articles of Incorporation are effective. As used herein, the term “improper personal benefit” does not include a director’s reasonable compensation or other reasonable incidental benefit for or on account of service as a director, officer, employee, independent contractor, attorney or consultant of the Foundation. If the North Carolina General Statutes are amended after the date of these Articles to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Foundation shall be eliminated or limited to the fullest extent permitted by the North Carolina General Statutes, as so amended. No amendment or repeal of the provisions of this Article VIII shall apply to or have any effect on the liability or alleged liability of any director of the Foundation for or with respect to any act or failure to act on the part of such director occurring prior to such amendment or repeal. The provisions of this Article VIII shall not be deemed to limit or preclude indemnification of a director by the Foundation for any liability which has not been eliminated by the provisions of this Article VIII.

ARTICLE IX

The Foundation can be dissolved by action of the Board of Directors in accordance with the provisions of Article 14 of the NCA. Upon the dissolution of the Foundation, the assets of the Foundation, after paying or making provision for the payment of all debts and obligations of the Foundation, shall be distributed to North Carolina Yearly Meeting of the Religious Society of Friends, Inc. for one or more exempt purposes within the meaning of Code Section 501(c)(3), as amended, or the corresponding section of any tax code as determined by the Board of Directors in the plan of liquidation, for one or more exempt purposes within the meaning of Code Section 501(c)(3), as amended. Any such assets not so disposed shall be disposed of by the Superior Court of Guilford County, North Carolina exclusively to such organization or organizations as said court shall determine, which are organized and operated for such purposes pursuant to Code Section 501(c)(3), as amended, or to such governments for such purposes.

ARTICLE X

The affairs of the Foundation shall be managed and governed by the Board of Directors of the Foundation. The Board of Directors may delegate any management functions it deems advisable. The number and method of election of directors,

meetings, and other matters relating to directors shall be determined by the Bylaws subject to the provisions of this Article.

ARTICLE XI

The name and address of the incorporator is Robert W. Saunders, P.O. Box 26000, Greensboro (Guilford County), North Carolina 27420.

ARTICLE XII

These Articles of Incorporation shall be effective upon filing in the office of the North Carolina Secretary of State.

This the 15th day of November, 2017.



Robert W. Saunders, Incorporator



NORTH CAROLINA

Department of the Secretary of State

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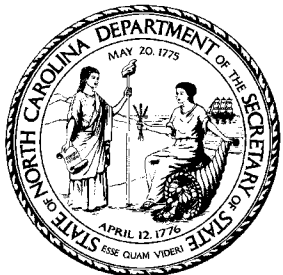
I, Elaine F. Marshall, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF AMENDMENT

OF

QUAKER LAKE CAMP FOUNDATION

the original of which was filed in this office on the 29th day of June, 2018.



Scan to verify online.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 29th day of June, 2018.

Elaine F. Marshall

Secretary of State

State of North Carolina
Department of the Secretary of State

ARTICLES OF AMENDMENT
NONPROFIT CORPORATION

Pursuant to §55A-10-05 of the General Statutes of North Carolina, the undersigned corporation hereby submits the following Articles of Amendment for the purpose of amending its Articles of Incorporation.

1. The name of the corporation is: Quaker Lake Camp Foundation

2. The text of each amendment adopted is as follows (*state below or attach*):

Article VI is hereby deleted and replaced in its entirety as follows: The street and mailing address of the registered office of the Foundation, which is located in Guilford County, 1503 NC Highway 62 East, Climax, NC 27233. The name of the registered agent at the street and mailing address for the Foundation is Heather Varner.

Article VII is hereby deleted and replaced in its entirety as follows: The street and mailing address of the principal office of the Foundation, which is located in Guilford County, 1503 NC Highway 62 East, Climax, NC 27233.

3. The date of adoption of each amendment was as follows: March 18, 2018

4. (*Check a, b, and/or c, as applicable*)

a. The amendment(s) was (were) approved by a sufficient vote of the board of directors or incorporators, and member approval was not required because (*set forth a brief explanation of why member approval was not required*)

No members.

b. The amendment(s) was (were) approved by the members as required by Chapter 55A.

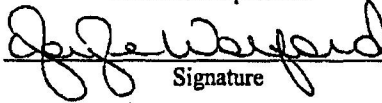
c. Approval of the amendment(s) by some person or persons other than the members, the board, or the incorporators was required pursuant to N.C.G.S. §55A-10-30, and such approval was obtained.

5. These articles will be effective upon filing, unless a date and/or time is specified: _____

This the 22 day of June, 2018.

Quaker Lake Camp Foundation

Name of Corporation



Signature

Joyce Wolford, Clerk

Type or Print Name and Title

Notes:

1. Filing fee is \$25. This document and one exact or conformed copy of these articles must be filed with the Secretary of State.

BUSINESS REGISTRATION DIVISION
(Revised August 2016)

P.O. BOX 29622

RALEIGH, NC 27626-0622
Form N-02