

**ARTICLES OF INCORPORATION  
FOR  
DRUID LAKES YOUTH LACROSSE ASSOCIATION, INC.**

**ARTICLE I**

The name of the Corporation is DRUID LAKES YOUTH LACROSSE ASSOCIATION, INC.

**ARTICLE II**

The Corporation is organized pursuant to the Georgia Nonprofit Corporation Code.

**ARTICLE III**

The Corporation will have members.

**ARTICLE IV**

The initial registered office of the Corporation is 3475 Piedmont Road, Suite 1100, Atlanta, Georgia 30305, in Fulton County. The initial registered agent of the Corporation at such address is William J. Piercy.

**ARTICLE V**

The name and address of the incorporator is:

Dylan E. Donley  
Berman Fink Van Horn P.C.  
3475 Piedmont Road  
Suite 1100  
Atlanta, Georgia 30305

**ARTICLE VI**

The Corporation is organized exclusively for charitable and educational purposes under 26 U.S.C. Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future federal tax law (collectively the “Code”), or corresponding provisions of any subsequent federal tax laws. The Corporation is not organized and shall not be operated for pecuniary gain or profit. No part of the property or net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for the services rendered and to make payments and distributions in furtherance of the purposes set forth in this Article VI of these Articles. The Corporation shall not carry on propaganda, or otherwise attempt to influence legislation to such extent as would result in loss of its exemption from federal income tax under Section 501(c)(3) of the Code, and the Corporation shall not participate in, or intervene in (including publication or distribution of statements) any political campaign on behalf of 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 Code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

## **ARTICLE VII**

The affairs of the Corporation shall be managed by a Board of Directors. Directors, except for the members of the initial Board of Directors, shall be selected in the manner set forth in the Corporation's Bylaws, as from time to time amended. The initial Board of Directors shall consist of the following five (5) members:

<b>Name</b>	<b>Address</b>
Ian Carter	1782 Briarlake Circle Decatur, GA 30033
John Clarke	2856 Country Squire Lane Decatur, GA 30033
Dave Flanagan	2863 Ponderosa Circle Decatur, GA 30033
Dawn Taylor	1874 Castleway Lane NE Atlanta, GA 30345
Patricia Cornwell	3166 Vine Circle Decatur, GA 30033

## **ARTICLE VIII**

Upon the dissolution of the Corporation or the winding up of its affairs, the Board of Directors shall, after paying or making provision for the payment of the liabilities of the Corporation, distribute, transfer, convey, deliver, and pay over all of the assets of the Corporation then remaining in the hands of the Corporation exclusively for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code or to organizations which are then exempt from federal tax under Section 501(c)(3) of the Code, or corresponding provisions of any subsequent federal tax laws.

## **ARTICLE IX**

Notwithstanding any other provision in these Articles, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Code, or corresponding provisions of any subsequent federal tax laws.

## **ARTICLE X**

(a) The Board of Directors of the Corporation shall be immune from liability to the Corporation for any action taken or any failure to take action as a Director to the fullest extent permitted from time to time by the Georgia Nonprofit Corporation Code or any applicable successor law or laws.

(b) The Officers of the Corporation shall be immune from liability to the Corporation for any action taken or any failure to take action as an Officer to the fullest extent permitted from time to time by the Georgia Nonprofit

Corporation Code or any applicable successor law or laws.

#### **ARTICLE XI**

The mailing address of the initial principal office of the Corporation is 1782 Briarlake Circle, Decatur, Georgia 30033.

#### **ARTICLE XII**

If the Corporation is classified as a “private foundation” (as that term is defined in Section 509 of the Code), then notwithstanding any other provisions of these Articles of Incorporation or the bylaws of the Corporation, the Corporation: (a) shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code; (b) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code; (c) shall not retain any excess business holdings as defined in Section 4943(c) of the Code; (d) shall not make any investments in such a manner as to subject it to tax under Section 4944 of the Code; and (e) shall not make any taxable expenditures as defined in Section 4945(d) of the Code.

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Incorporation this \_\_\_\_ day of October, 2015.

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Dylan E. Donley, Incorporator