

**CHARTER
OF
[NON-PROFIT'S NAME], INC.**

A NON-PROFIT CORPORATION

The undersigned incorporator[s], under the Tennessee Nonprofit Corporation Act, adopt the following Charter for the above listed corporation:

PREAMBLE

We, the volunteers of [NON-PROFIT'S NAME], Inc., in order to [provide a brief "mission statement" here] and promote mutual interests, provide a forum for topics of mutual interest and undertake other activities not inconsistent with the Tennessee Nonprofit Corporation Act, do ordain and establish this Charter for the [NON-PROFIT'S NAME], INC., a non-profit organization.

ARTICLE I

NAME: The name of this corporation is [NON-PROFIT'S NAME], INC.

ARTICLE II

PUBLIC BENEFIT CORPORATION: The corporation is a public benefit corporation.

ARTICLE III

TYPE OF CORPORATION: This corporation is not a religious corporation.

ARTICLE IV

REGISTERED OFFICE: The address of the current registered office of this corporation is:

[Mailing address here]

REGISTERED AGENT: The name and address of the registered agent of this corporation is:

[Name and address here, to include County]

ARTICLE V

INCORPORATORS: The names and addresses of the incorporator[s] of this corporation are:

[Names and full addresses here]

ARTICLE VI

PRINCIPAL OFFICE: The address of the corporation principal office is:

[Full street address here]

ARTICLE VII

NONPROFIT CORPORATION: This corporation is a nonprofit corporation.

DURATION: The period of duration of this corporation is perpetual.

PURPOSE AND FILING: This corporation is organized exclusively as a public benefit corporation for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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 corresponding section of any future federal tax code.

These Articles of Incorporation are being filed pursuant to the Tennessee Nonprofit Corporation Act, compiled in chapters 51 - 68 of Title 48, Tennessee Code Annotated.

ARTICLE VIII

MEMBERSHIP: This corporation will have members. The classes, qualifications, rights, privileges, and obligations of members of this corporation are as follows:

CLASSES: This corporation shall have one class of membership.

QUALIFICATIONS: Any person who supports the objectives stated in the Preamble and who participates within this corporation shall be qualified for membership.

RIGHTS AND PRIVILEGES: All members shall enjoy equal rights. Members shall enjoy the right and privilege of one vote per member in any general or special membership election.

Members shall enjoy the right and privilege to run for any elected office within this organization, provided said members meet the qualifying prerequisites established by the Bylaws of this corporation pursuant to, and in accordance with, the laws of the state of Tennessee.

OBLIGATIONS: All members shall be obligated to follow the standards established in the PREAMBLE, to adhere to the Bylaws of this organization and adhere to the rules and regulations established by the general membership or governing Board of this corporation.

Additional provisions specifying the rights, privileges, and obligations of members shall be contained in the Bylaws of this corporation pursuant to, and in accordance with, the laws of the state of Tennessee.

ARTICLE IX

DISSOLUTION: This corporation may be dissolved by a two-thirds vote of all the members. Upon the dissolution of this corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue code, or corresponding section of any future 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 by the Court of Common Pleas of the county in which the principal office of this corporation or corporations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE X

ACTIVITIES: Notwithstanding any other provision of these articles, this corporation shall not carry on any other activity not permitted to be carried on (a) by an organization exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1986, or corresponding provision of any future United States Internal Revenue law; or (b), by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of

1986, or corresponding provision of any future United States Internal Revenue law.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the organization shall not participate or intervene in any political campaign, including the publishing or distribution of statements, on behalf of any candidate for public office.

ARTICLE XI

BYLAWS: The Bylaws shall be the working rules of this corporation. The election for the adoption of the Bylaws must occur within six (6) months following the approval of this corporation by the Tennessee Department of State. The membership shall adopt Bylaws by a simple majority vote of all members voting.

Name of Incorporator: _____

Date: _____