

**ARTICLES OF INCORPORATION
OF
CAMPAIGNERS FOR CHANGE INTERNATIONAL**

TO: District of Columbia Department of Consumer and Regulatory Affairs
Corporations Division
1100 4th St. SW
Washington, D.C. 20024

THE UNDERSIGNED, all of whom are natural persons of the age of eighteen years or more, acting as the incorporator(s) of a corporation pursuant to Title 29, Chapter 4 of the District of Columbia Code (“District of Columbia Nonprofit Corporation Act of 2010”), hereby certifies:

One: The name of the Corporation shall be **Campaigners for Change International**.

Two: The period of duration of the Corporation is perpetual.

Three: The Corporation is incorporated as a nonprofit corporation under D.C. Code Title 29, Chapter 4.

Four: The address, including street and number, of the initial registered office of the Corporation is 2337 Green Street, SE Apt. 2 Washington, D.C. 20020, and the name of its initial registered agent at such address is: Vandalark R. Patricks.

Five: The Corporation is organized exclusively for charitable and educational purposes within the meaning of § 501(c)(3) of the Internal Revenue Code of 1986, as now in effect or as may hereafter be amended (“the Code”). The purposes for which the Corporation is formed are to: a) build the intellectual skills of students as they prepare for future challenges; (b) provide educational scholarships to needy youths; (c) campaign to protect the rights of ALL persons and establish human rights or civic education clubs in American schools and communities; (d) promote community development initiatives, including environmental management and civic education; and (e) for any other lawful purposes within the meaning of the Code.

In furtherance thereof, the Corporation may receive property by gift, devise or bequest, invest and reinvest the same, and apply the income and principal thereof, as the Board of Directors may from time to time determine, either directly or through contributions to any charitable organization or organizations, exclusively for charitable or educational purposes, and engage in any lawful act or activity for which corporations may be organized under the District of Columbia Nonprofit Corporation Act of 2010.

In furtherance of its exclusively charitable and educational corporate purposes, the Corporation shall have all the general powers enumerated in § 29-403.02 of the District of Columbia Nonprofit

Corporation Act of 2010 as now in effect or as may hereafter be amended, together with the power to solicit grants and contributions for such purposes.

Six: The Corporation shall have no members.

Seven: All corporate powers shall be exercised by or under the authority of the Board of Directors of the Corporation, and the activities and affairs of the Corporation shall be managed by, or under the direction and subject to the oversight, of the Board of Directors. "Board of Directors" in these Articles means the group of persons vested with the management of the affairs of the Corporation. The Corporation authorizes the Board of Directors to exercise emergency powers in the event of an emergency, as enumerated in D.C. Code § 29-403.03. There shall be six (6) directors, which number may be increased or decreased pursuant to the Bylaws of the Corporation. Directors shall be elected or appointed in the manner prescribed by the Bylaws of the Corporation. The names and street addresses of the directors who shall act until the first meeting, or until their successors are elected, are named in Article Ten below.

Eight: Provisions for the regulation of the internal affairs of the Corporation, including provisions for distribution of assets on dissolution or final liquidation are as follows:

- A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to any director or officer of the Corporation, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to or for the Corporation and to make payments and distributions in furtherance of the purposes set forth in Article Five hereof.
- B. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise permitted by § 501(h) of the Code, and in any corresponding laws of the District of Columbia), 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.
- C. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not directly or indirectly carry on any activity which would prevent it from obtaining exemption from Federal income taxation as a corporation described in § 501(c)(3) of the Code, or cause it to lose such exempt status, or carry on any activity not permitted to be carried on by a corporation, contributions to which are deductible under §§ 170(c)(2), 2055(a)(2), or 2522(a)(2) of the Code.
- D. Upon the dissolution or final liquidation of the Corporation, all of the remaining assets and property of the Corporation shall, after paying or making provision for the payment of all of the liabilities and obligations of the Corporation and for necessary expenses thereof, be distributed for one or more exempt purposes within the meaning of § 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. In no event shall any of such assets or property be distributed to any director or officer, or any private individual.

Nine: A director of the Corporation shall not be liable to the Corporation for money damages for any action, or any failure to take any action, as a director, except liability for: (1) the amount of a financial benefit received by the director to which the director is not entitled; (2) an intentional infliction of harm; (3) a violation of D.C. Code § 29-406.33 for unlawful distributions, or (4) an intentional violation of criminal law.

Ten: The number of directors constituting the initial Board of Directors is six (6). The names and addresses, including street and number, of the persons who are to serve as initial directors until the first annual meeting or until their successors are elected and qualify are as follows:

<u>Name</u>	<u>Address</u>
1. Vandalark R. Patricks	2337 Green Street SE, Apt. 2 Washington, D.C. 20020
2. Ambulah Mamey	11215 Oak Leaf Drive, Apt. 910 Silver Spring, MD 20901
3. Jones Nhinson Williams	U.S. Bureau of Labor Statistics Programs State of Maryland 1100 N. Eutaw Street, Room 316 Baltimore, MD 21201
4. Cllr. Negbalee Warner	Louis Arthur Grimes School of Law University of Liberia Ashmun Street Monrovia, Liberia
5. Cllr. Tiawon Gongloe	Gongloe & Gongloe Associates, Inc. Law Firm CEDE Building, Ground Floor Ashmun Street Monrovia, Liberia
6. Fr. Raymond East	St. Teresa of Avila 1401 V Street SE Washington, D.C. 20020

Eleven: The name and address, including street and number of the Incorporator is as follows:

Name

Address

Vandalark R. Patricks

2337 Green Street SE, Apt. 2
Washington, D.C. 20020

Twelve: This Articles of Incorporation may be executed in any number of counterparts and by facsimile, or any form of electronic or digital transmission or signature, each of which shall be deemed an original, but all of which when taken together shall constitute one and the same instrument. The signature page of any counterpart may be detached without impairing the legal effect of the signature(s) thereon provided said signature page is attached to any other identical counterpart also containing signatures and executed by other parties to the Articles of Incorporation attached hereto.

[Signature Page to Follow]

In witness whereof, we have hereunto subscribed our names this ____ day of _____, 2018.

Name
Vandalark R. Patricks

Signature

Name
Ambulah Mamey

Signature

Name
Cllr. Negbalee Warner

Signature

Name
Jones Nhinson Williams

Signature

Name
Cllr. Tiawon Gongloe

Signature

Name
Fr. Raymond East

Signature

In witness whereof, we have hereunto subscribed our names this _____ day of _____, 2018.

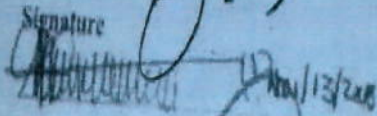
Name
Vandark R. Patrick

Signature



Name
Amrullah Mamey

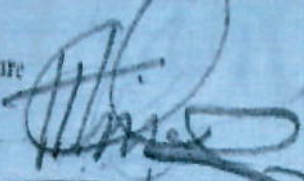
Signature



11/13/2018

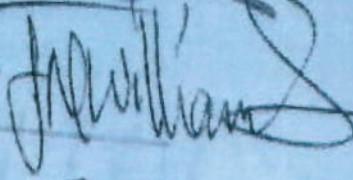
Name
Clr. Noghalee Warner

Signature



Name
Jones Ninson Williams

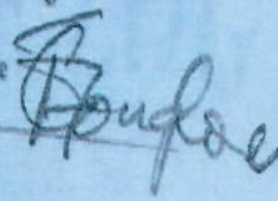
Signature



11/13/2018

Name
Clr. Tiawon Gongloe

Signature



Name
Fr. Raymond East

Signature

