

ARTICLES OF INCORPORATION OF WAYNESBORO AT WAR

The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation pursuant to Chapter 10 of Title 13.1 of the Code of Virginia, do hereby certify:

First: The name of the corporation shall be **Waynesboro At War**.

Second: The corporation's initial registered office address, which is identical to the business office of the initial registered agent, is 78 Old White Bridge Road, Waynesboro, Virginia, 22980. The registered office is physically located in the county of Augusta.

Third: In desiring to form a Non-Profit Corporation under the Nonprofit Corporation Law of Virginia, M. Reed Lewis (the incorporator and signatory of these Articles of Incorporation) hereby declares that **Waynesboro At War** is organized exclusively for charitable, educational, and historic purposes within the meaning of the section 501(c)(3) Internal Revenue Code, or the corresponding sections of any future federal tax code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) and exempt from taxation under section 501(a) of the Internal Revenue Code.

Fourth: The corporation is to have a single class of non-voting members.

Fifth: Existing directors will appoint the subsequent directors.

Sixth: The name of the corporation's initial registered agent is M. Reed Lewis, an individual who is a resident of Virginia and an initial director of the corporation.

Seventh: The initial directors are: M. Reed Lewis and G. Michele Hocking, 78 Old White Bridge Road, Waynesboro, VA, 22980, and John Freeman, 184 Privado Lane, Waynesboro, VA, 22980.

Eighth: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers, or other private persons, except that the corporation 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 Eighth hereof. No substantial part of the activities of the corporation shall be 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.

Ninth: Upon the dissolution of the 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 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.

Tenth: Waynesboro At War is dedicated to organizing and presenting Civil War related educational events such as lectures, living history displays and battle reenactments. **Waynesboro At War** will engage in educational activities aimed at increasing the public's awareness of historical issues, to ensure that Civil War education becomes – and remains – a priority for current and future generations. **Waynesboro At War** will have its primary, but not sole, emphasis on Civil War related issues pertinent to the City of Waynesboro and Augusta County.

Eleventh: In witness whereof, I have hereunto subscribed my name this 28th day of August, 2013.

Name and signature of the Incorporator:

M. Reed Lewis

Phone number: 540-949-5259

Names and signatures of the Initial Directors:

M. Reed Lewis

Phone number: 540-949-5259

John Freeman

Phone number: 757-544-1679

G. Michele Hocking

Phone number: 540-949-5259