

## Articles of Incorporation KELCURT Foundation

The Undersigned Incorporators, Founders and Board of Directors, Who Are All 18 Years of Age or Older, Who Are All Citizens of the United States of America and Pursuant to the Non-Profit Laws of the State of TN, Hereby Adopt The Following Laws of Incorporation :

Article I. The Name of the Foundation : KELCURT Foundation, dba KELCURTFoundation.org

Article II. Registered Office : The Physical Address 9619 Dayton Pike, Soddy Daisy, TN 37379

Article III. Registered Agent and Address : Curtis Cecil 9619 Dayton Pike, Soddy Daisy, TN 37379

Article IV. Duration – The Duration is Perpetual

Article V. **The Main Purposes of the Incorporation:**

- Purpose One: Assume the holdings, property, assets and debts of the Affinity 42 Foundation (82-3872732)
- Purpose Two: Disband and Terminate Affinity 42 Foundation (82-3872732)
- Purpose Three: Community Lending Library(ies); Educational, Job and Community Sustainability.
- Purpose Four: Community Classes & Coaching; Educational, Financial, Cooking, Arts, Sciences, History and Media Technologies
- Purpose Five: Food Security; Aquaponics, Hydroponics, Organic and Conventional Gardening and Farming; Land and Food Forest; BeeKeeping; Canning and Freeze Drying Food; KELCURT Foundation Farmer & Artisan Market
- Purpose Six: Alternative Energy Training & Assistance including Water, Wind and Solar
- Purpose Seven: Personal Protection and Family Security; Defense, Survival and Prepping for Disaster and /or Alternative Off Grid Living

This Corporation is Organized Exclusively for Charitable, Educational and Scientific Purposes, including for such Purposes As: Distributions to Organizations that Qualify as Exempt Organizations under Section 501 (C) (3) of The Internal Revenue Code or the Corresponding Section of Any Future Federal Tax Code of the United States of America.

Article VI. Directors for this Corporation Shall be a Minimum of Four and No More Than Eleven in Number. The Method for Selecting Future Directors Shall be at the Sole-Discretion of the Founder.

Founders: Curtis Cecil, ADDRESS REDACTED  
Kelvin “Kelly” Ray Flemings, ADDRESS REDACTED

Current Executive Board:

President, CFO, COO, Treasurer: Curtis Cecil ADDRESS REDACTED

Vice-President, Secretary, Chief Ed and Digital Director : Kelvin “Kelly” Ray Flemings ADDRESS REDACTED

Executive Director of Library Services: June E. Ferry ADDRESS REDACTED

Executive Volunteer Liaison: Diana Heath, ADDRESS REDACTED- Resigned Aug. 1, 2018

Board Member At Large, Emmalae Howard, ADDRESS REDACTED

Article VII. Members are the Board of Directors, All Rights, Privileges, Qualifications and Obligations of the Board of Directors of this Corporation are Determined by the By Laws of this Corporation.

No Founding Board Member Shall be Voted Out except under the Rules and Provisions of Sub Section E.

\* Community Partners, Ambassadors and Volunteers may be added or dismissed when deemed Relevant and Necessary by the Board, but Shall NOT enjoy the privilege of being a Voting Member.

Article VIII. Incorporators of this Corporation with Names, Addresses and Corporate Email:

Curtis Cecil ADDRESS REDACTED

Kelvin “Kelly” Ray Flemings ADDRESS REDACTED

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### Article IX. Additional Provisions

- A. No part of the Net Earnings of this Corporation Shall Inure to the Benefit of, or be Distributable to its Board Members, Trustees, Officers, Ambassadors, Volunteers 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 V and Sub Article C, Here-In.
- B. No Substantial Part of the Activities of this Corporation Shall be the Carrying on of Propaganda or otherwise Attempting to Influence Legislation and the Corporation Shall Not Participate in or Intervene in (including the Publishing of or Distribution of Statements) of Any Political Campaign on Behalf of or in Opposition to Any Candidate for Public Office, unless Federal Tax Code of the United States of America Governing Non~Profits were to Change.
- C. Notwithstanding Any Other Provision of these Articles, The Corporation Shall Not Carry On Any Other Activities Not Permitted to Be Carried On (1) 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 of the United States of America.
- D. Founder(s), Member(s), Ambassador(s), Community Partner(s), Volunteer(s), Officer(s), Director(s) or Anyone Acting in Any Capacity for this Corporation Shall NOT be Personally Liable for the Debts, Contracts, or Obligations of this Corporation of Any Nature Whatsoever, Nor Shall Any of the Earnings, Future Earnings, Contributions, Loans or Property of the Founders, Members, Community Partners, Ambassadors, Volunteers, Officers or Directors be Subject to the Payment of the Debts or Obligations of this Corporation.
- E. Misconduct, Gross Misconduct, Unethical Conduct, Criminal Conduct, Breach of Contract, Any Moral Turpitude Violation, Any Failure to Act in the Best Interest of the KELCURT Foundation, aka KELCURTFoundation.org, aka KELCURTFoundation.com, and aka KELCURT Foundation Farmer & Artisan Market - Corporation by Any Member, Board Director, Board Member, Officer or Director of Any Kind or for that Fact Any Community Partner, Ambassador, Volunteer, or Anyone Acting in Any Capacity for The Corporation, Shall be Dismissed Immediately by any Board Member and Confirmed by a Majority Vote by the Board at an Emergency Board Meeting or the Next Board Meeting depending on the Severity of the Issue, without Any Remuneration by the Corporation.
- F. Any Monetary Assistance or Remuneration of Any Kind Shall Only be Made to Natural Born or Legal Resident(s) of the United States of America and by the Sole Discretion of the Board of Founders.

### Article X. DISSOLUTION

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 of the United States of America 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 (Hamilton, TN) or in which the Principal Office of the Corporation is then Located.

Notwithstanding Any Other Provision of these Articles, This Corporation Shall Not, Except to an Insubstantial Degree, Engage in Any Activities or Exercise Any Powers that Are Not in Furtherance of the Purposes of this Corporation.

### Articles of Incorporation KELCURT Foundation

In Witness Whereof, We the Undersigned, being the Incorporators of the KELCURT Foundation Executed these Articles of Incorporation on July 13, 2018. Education, Training, Assistance and / or Satellites may include the Counties of Hamilton, Sequatchie, Marion, Rhea, Monroe, Loudon, McMinn, Bradley and Polk, TN; Catoosa, Dade and Walker, GA; and the Counties of Nassau, Duval, St Johns, Volusia, Palm Beach, Broward and Miami - Dade, FL.

\_\_\_\_\_ Curtis Cecil, Incorporator Date 08.13.2018

\_\_\_\_\_ Kelvin "Kelly" Ray Flemings, Incorporator Date 08.13.2018

#### Acknowledgement of Corporation

STATE OF TENNESSEE

COUNTY OF HAMILTON

Before me, \_\_\_\_\_ of the State of Tennessee and the County of HAMILTON mentioned, personally appeared Curtis Cecil and Kelvin " Kelly" Flemings , all of whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged such person to be president (or other officer authorized to execute the instrument) of The Articles of Incorporation and that the president and director(s) / officers are Incorporators, as such executed the foregoing instrument for the purpose therein contained, by personally signing the name of the corporation, KELCURT Foundation.

Witness my hand and seal, at my office in Hamilton County, TN this 13th day of July, 2018.

\_\_\_\_\_  
Notary Public

Printed Name: \_\_\_\_\_

Date: \_\_\_\_\_

My Commission Expires:  
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