

OFFICE OF THE MISSISSIPPI SECRETARY OF STATE
P.O. BOX 136, JACKSON, MS 39205-0136 (601) 359-1333
Articles of Incorporation



The undersigned, pursuant to Section 79-4-101, hereby executes the following document and sets forth:
corporation) of the Mississippi Code of 1972, Section 79-11-137 (if a nonprofit

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BUSINESS SERVICES
SECRETARY OF STATE

1. Type of Corporation

Profit

Nonprofit

2. Name of the Corporation

Ann Smith Elementary PTO

3. The future effective date is
(Complete if applicable)

4. FOR NONPROFITS ONLY: The period of duration is

years or

perpetual

5. FOR PROFITS ONLY: The Number (and Classes) if any of shares the corporation is authorized to issue is (are) as follows

Classes

of Shares Authorized

If more than one (1) class of shares is authorized, the preferences, limitations, and relative rights of each class are as follows:

(See Attached)

6. Name and Street Address of the Registered Agent and Registered Office is

Name

Kathy Rigsby

Physical Address

306 South Pear Orchard Road

P.O. Box

City, State, ZIP5, ZIP4

Ridgeland

MS

39157 -

7. The name and complete address of each incorporator are as follows

Name

C. Dale Shearer

Street

600 Concourse, Suite 100, 1076 Highland Colony Parkway

Articles of Incorporation



City, State, ZIP5, ZIP4

Name

Street

City, State, ZIP5, ZIP4

Name

Street

City, State, ZIP5, ZIP4

Name

Street

City, State, ZIP5, ZIP4

8. Other Provisions



See Attached

9. Incorporators' Signatures (please keep writing within blocks)

**ATTACHMENT SETTING FORTH OTHER
ARTICLE OF INCORPORATION
OF
ANN SMITH ELEMENTARY PTO**

8. Other Provisions.

8a. Ann Smith Elementary PTO, a Mississippi non-profit corporation (the "Corporation"), is organized exclusively for charitable, religious, educational, and scientific purposes, 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 the corresponding section of any future federal tax code. Further, the Corporation shall be operated for the exclusive purpose of supporting the education of children attending Ann Smith Elementary School, located at 306 South Pear Orchard Road, Ridgeland, Mississippi 39157.

8b. The following individuals are the initial directors of the corporation:

Linda Neill	Ridgeland, Mississippi
Janet Shearer	Ridgeland, Mississippi
Todd Savell	Ridgeland, Mississippi
Susan Savell	Ridgeland, Mississippi
Tracy Bunyard	Ridgeland, Mississippi
Mary May	Ridgeland, Mississippi
Tanya Webber	Ridgeland, Mississippi
Heather Walker	Ridgeland, Mississippi
Kathy Rigsby	Ridgeland, Mississippi

8c. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 8a hereof. No substantial part of the activities of the 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 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.

8d. The Corporation shall have members. The criteria and procedures for admission of members shall be set forth in the Bylaws of the Corporation. The members shall meet annually at a time stated or fixed in the Bylaws of the Corporation.

8e. The business and affairs of the Corporation shall be managed by a board of directors, except with respect to such corporate powers as are reserved to the members under the provisions of the Mississippi Nonprofit Corporation Act, Miss. Code § 79-11-101 et seq., as same may hereafter be amended. The number of directors shall be specified or fixed in the Bylaws of the Corporation. The term of each director shall be one (1) year. The directors (except the initial directors) of the Corporation shall be elected at the first annual meeting of the members, and at each annual meeting thereafter.

8f. 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.

[End of Article 8, Other Provisions.]