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State of North Carolina
Department of the Secretary of State

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Elaine F. Marshall
North Carolina Secretary of State

ARTICLES OF INCORPORATION
NONPROFIT CORPORATION

Pursuant to §55A-2-02 of the General Statutes of North Carolina, the undersigned corporation does hereby submit these Articles of Incorporation for the purpose of forming a nonprofit corporation.

1. The name of the corporation is: End River Media Production

2. (Check only if applicable.) The corporation is a charitable or religious corporation as defined in NCGS §55A-1-40(4).

3. The street address and county of the initial registered office of the corporation is:

Number and Street 3835 Guess Road; Suite 624
City, State, Zip Code Durham, NC 27705 County Durham

4. The mailing address *if different from the street address* of the initial registered office is:

5. The name of the initial registered agent is:

Anthony P. Dawling

6. The name and address of each incorporator is as follows:

Anthony P. Dawling
3835 Guess Rd; Suite 624
Durham, NC 27705

7. (Check either a or b below.)

- a. The corporation will have members.
- b. The corporation will not have members.

8. Attached are provisions regarding the distribution of the corporation's assets upon its dissolution.

See attached form

9. Any other provisions which the corporation elects to include are attached.

See attached form

10. The street address and county of the principal office of the corporation is:

3835 Guess Road; Suite 624 Durham, NC 27705 County Durham

11. The mailing address *if different from the street address* of the principal office is:

12. These articles will be effective upon filing, unless a later time and/or date is specified: _____

This is the 25 day of December, 2000.

Anthony P. Dowling
Signature of Incorporator

Anthony P. Dowling
Type or print Incorporator's name and title if any
INCORPORATOR
President
Chairman of the Board

NOTES:

1. Filing fee is \$60. This document and one exact or conformed copy of these articles must be filed with the Secretary of State.

The board of directors may adopt bylaws, not inconsistent with these Articles of Incorporation or the laws of the State of North Carolina, for the management and control of the Corporation, and may alter, amend, and repeal any provision or provisions thereof from time to time as therein provided. The board of directors also may promulgate and amend from time to time suitable policies and rules and regulations governing the work and activities of the Corporation, the care and use of its property, the qualifications, duties, performance or work, and conduct of its staff and other personnel and employees and such other matters and things as may be necessary and desirable in the judgment of the directors.

The number of directors constituting the initial board shall be 7 and the names and addresses of the persons who are to serve as the initial board of directors until their successors are elected and qualified are attached as a form to the end of this document.

VI. DISSOLUTION

In the event the Corporation fails or becomes unable to carry out its purposes, or is liquidated or dissolved, voluntarily or involuntarily, the assets and property of the Corporation, after payment or arrangement for payment of its debts and obligations, shall be donated, transferred, conveyed, and delivered to one or more corporations, societies, associations, or organizations which in the judgment of the trustees or directors are engaged in activities similar to those of this Corporation and will more nearly carry out its purposes and:

A. which are exempt from income taxes under the United States Internal Revenue Code of 1954 and corresponding provisions of subsequent United States laws, and

B. whose contributions are deductible for income, gift, and estate tax purposes under said Internal Revenue Code of 1954 and corresponding provisions of subsequent United States laws; provided that any funds or property held by the Corporation upon any condition requiring the return, transfer, or conveyance of said funds or property, or the unused portion thereof, upon the happening of any such contingency shall be returned, transferred, or conveyed in accordance with said condition.

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or local government for exclusive public purpose.

**Eno River Media Production
Board of Directors for 2001**

Brent Atwood
2418 Blue Ridge Road; Suite 204
Raleigh, NC 27607
919-949-7860

Treasurer & Board Member

Lance Britt
3823 Guess Road, PMB 156
Durham, NC 27705
919-477-7933

Vice President & Board Member

Anthony Dowling
3835 Guess Road; Apt 624
Durham, NC 27705
919-477-5033

President & Chairman of the Board

Joshua Johnson
705 East Ashland Drive
Mebane, NC 27253
919-287-3886

At Large Board Member

Gus Langdale
PO Box 15364
Durham, NC 27704
919-471-6166

Secretary & Board Member

Susan Ashley Wilson
Duke University, Box 90665
Durham, NC 27708-0665
919-660-3333

At Large Board Member