

50202



Certificate of Incorporation.

I, **A. JAMES MANCHIN**, *Secretary of State of the State of West Virginia*, hereby certify that

pursuant to the provisions of Section 28, Article 1, Chapter 31 of the Code of West Virginia, 1931, as amended, duplicate originals of Articles of Incorporation of

PSI CHAPTER DIAMOND ASSOCIATION CHARITABLE FOUNDATION, INC.,

have been received and are found to conform to law, and declared to be from this date a Corporation by the name and for the purposes as set forth in the said Articles, with the right of perpetual existence.

ACCORDINGLY, I hereby issue this Certificate of Incorporation.

Given under my hand and the Great Seal of the said State at the City of Charleston, this

EIGHTH day of
AUGUST, 19 78

A. James Manchin
Secretary of State.



WEST VIRGINIA
AUG 8 197

ARTICLES OF INCORPORATION THIS DATE _____

OF

PSI CHAPTER DIAMOND ASSOCIATION
CHARITABLE FOUNDATION, INC.

The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of West Virginia, do hereby certify:

FIRST: The name of the corporation shall be PSI CHAPTER DIAMOND ASSOCIATION CHARITABLE FOUNDATION, INC.

SECOND: The place in this State where the principal office of the Corporation is to be located is Bethany, County of Brooke.

THIRD: Said 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

FOURTH: The names and addresses of the persons who are the initial Directors and Trustees of the corporation are as follows (the Incorporators):

James W. Daub
1747 Mountain View Drive
Monroeville, Pa. 15146

Joseph C. Wylie
4775 Rolling Hills Road
Pittsburgh, Pa. 15236

Edward L. Kemp, Jr.
Laurel Lane
White Oak, Pa. 15131

James F. Companion
15 Pleasant Drive
Wheeling, W. Va. 26003

Rodney B. Hurl, M.D.
211 Stocksdale Drive
Marysville, Ohio 43040

The duration of this corporation shall be perpetual unless dissolved.

FIFTH: 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 Third 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 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law.)

SIXTH: Upon the dissolution of the corporation, the Board of Directors and Trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors and Trustees shall

determine. Any such assets not so disposed of shall be disposed of by the Circuit Court 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 WITNESS WHEREOF, we have hereunto subscribed our names this 7th day of August, 1978.

WITNESS:

DIRECTORS AND TRUSTEES:

James W. Daub (SEAL)
Joseph C. Wylie (SEAL)
Edward L. Kemp, Jr. (SEAL)
Rodney B. Hurl (SEAL)
James F. Companion (SEAL)

State of West Virginia,
County of Ohio, to wit:

The foregoing instrument was acknowledged before me this 7th day of August, 1978, by James W. Daub, Joseph C. Wylie, Edward L. Kemp, Jr., Rodney B. Hurl and James F. Companion.

Michelle Rumbough
Notary Public

My Commission expires:

August 2, 1987

These Articles of Incorporation were prepared by:
James W. Daub
Attorney at Law
1802 Law & Finance Building
Pittsburgh, Pennsylvania 15219

VERIFIED AND INDEXED

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ADMITTED TO RECORD

9:33

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BOOK NO. 15 PAGE NO. 295
ANTHONY J. FILBERTO, CLERK
BROOKS COUNTY COURT

*James A. Compagno, Atty
816 Central Union Bldg*