

ARTICLES OF INCORPORATION

OF

Richmond Urban Collective

We, the undersigned natural persons, citizens of the United States and residents of the State of Virginia, and who are of the age of eighteen (18) years or more, acting as Incorporators of a corporation under the Virginia Non-Profit Corporations Act, do hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE I. NAME/REGISTERED OFFICE

The name of this corporation shall be Richmond Urban Collective, located at 1001 Circlewood Drive, Richmond, Virginia, 23224.

ARTICLE II. NONPROFIT CORPORATION.

The Corporation is a nonprofit corporation.

ARTICLE III. DURATION.

The duration of the corporate existence shall be perpetual.

ARTICLE IV. REGISTERED OFFICE.

The place in this state where the principal or registered office of the Corporation is to be located is the City of Richmond and the street address of its initial registered office is 1001 Circlewood Drive. The name of its initial registered agent at such address is Tunya Bingham.

ARTICLE V. PURPOSES.

The purposes for which the Corporation is organized are to:

- (1) create a public charter school for Richmond, Virginia youth;
- (2) raise initial capital for the charter school, and related charitable and educational purposes specified herein; and
- (3) plan, implement, and direct/perform all activities required for the school's start-up and initial operations.

This corporation is organized exclusively for charitable and educational purposes. The corporation shall at all times be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or

hereafter amended, 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 1986, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

ARTICLE VI. DIRECTORS.

The management of the affairs of the corporation shall be vested in a Board of Directors, as defined in the corporation's bylaws. No Director shall have any right, title, or interest in or to any property of the corporation.

The number of Directors constituting the initial Board of Directors is nine (9), and the names and addresses of the persons who are to serve as Directors until their successors are elected and qualified are:

Name:

Address:

Jimmy King, President

503 Plantation Drive, Richmond, VA 23227

Tunya Bingham, Vice President

1001 Circlewood Drive, Richmond, VA 23224

Brandon Tutwiler, Treasurer

P.O. Box 2632, Midlothian, VA 23113

Shanee Harmon, Special Advisor – Charter Policy

P.O. Box 143, Richmond, VA 23218

Dr. Zewelangi Serpell, Special Advisor – Pedagogy and Curriculum

14900 Willow Hill Lane, Chesterfield, VA 23832

Kevin Howard, M.D., Director

P.O. Box 964, Richmond, VA 23113-0964

John Taylor, III, Esq., Special Advisor – Legal Affairs

P.O. Box 8027, Richmond, VA 23223

Cheryl D. Christian, Director

10104 Castille Road, Apt. C, Richmond, VA 23238

Greg Washington, Director

P.O. Box 626, Mechanicsville, VA 23111

ARTICLE VII. INCORPORATORS.

The name and address of each Incorporator is:

Jimmy King, Incorporator #1

Tunya Bingham, Incorporator #2

ARTICLE VIII. EXEMPTION REQUIREMENTS.

(1) No part of the net earnings of the Corporation shall inure to the benefit of any Director of the Corporation, Officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered and reasonable reimbursement made for monies spent to or for the Corporation affecting one or more of its purposes), and no Director or Officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the Corporate Assets on dissolution of the Corporation.

(2) No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and or participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

(3) Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization under Section 501(c)3 of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

ARTICLE IX. PERSONAL LIABILITY.

No officer, Incorporator, or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the officer, or Directors be subject to the payment of the debts or obligations of this corporation.

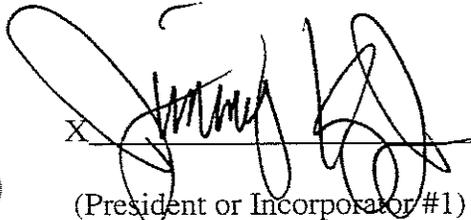
Furthermore, no officer, Incorporator, or Director of this corporation shall be personally liable to the corporation for acts or omissions in good faith and that do not involve intentional misconduct or a knowing violation of the law.

ARTICLE X. DISSOLUTION.

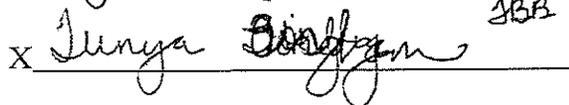
Upon dissolution of the Corporation or the winding up of its affairs, the Board of Directors shall, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, dispose of the assets of the Corporation.

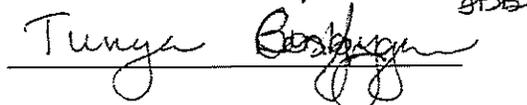
Disposed assets shall be distributed exclusively to charitable, religious, scientific, testing for public safety, literary, or educational organizations which would then qualify under the provisions of Section 501(c)3 of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended. In no case shall a disposition be made which would not qualify as a charitable contribution under Section 170(c)(1) or (2) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Virginia, we the undersigned, constituting the Incorporators of this Corporation, have executed these Articles of Incorporation on this the twenty-ninth day of September.

X  _____
(President or Incorporator #1)

 _____
Printed Name

X  _____
(Vice-President or Incorporator #2)

 _____
Printed Name