



# NORTH CAROLINA

## Department of the Secretary of State

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**To all whom these presents shall come, Greetings:**

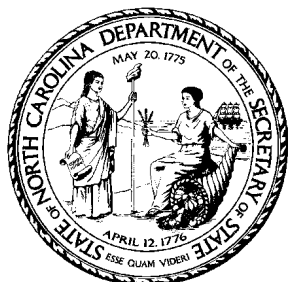
I, Elaine F. Marshall, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

### ARTICLES OF INCORPORATION

OF

### ANNALEAH & MARY FOR TRUCK SAFETY

the original of which was filed in this office on the 26th day of June, 2015.



Scan to verify online.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 26th day of June, 2015.

*Elaine F. Marshall*

Secretary of State

C2015 174 00601

State of North Carolina  
Department of the 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 nonprofit corporation is: Annaleah & Mary for Truck Safety

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

3. The name of the initial registered agent is: Marianne W. Karth

4. The street address and county of the initial registered agent's office of the corporation is:

Number and Street: 2800 Ridgcrest Drive

City: Rocky Mount State: NC Zip Code: 27803 County: Nash

The mailing address if different from the street address of the initial registered agent's office is:

Number and Street or PO Box: \_\_\_\_\_

City: \_\_\_\_\_ State: NC Zip Code: \_\_\_\_\_ County: \_\_\_\_\_

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

Jerry Karth, 2800 Ridgcrest Dr., Rocky Mount, NC 27803

Marianne Karth, 2800 Ridgcrest Dr., Rocky Mount, NC 27803

6. (Check either a or b below.)

a.  The corporation will have members.

b.  The corporation will not have members.

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

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

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

Principal Office Telephone Number: (432) 556-1567

Number and Street: 2800 Ridgecrest Dr.

City: Rocky Mount State: NC Zip Code: 27803 County: NC

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

Number and Street or PO Box: \_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_ Zip Code: \_\_\_\_\_ County: \_\_\_\_\_

Privacy Redaction

10. (Optional): Please provide a business e-mail address:

The Secretary of State's Office will e-mail the business automatically at the address provided at no charge when a document is filed. The e-mail provided will not be viewable on the website. For more information on why this service is being offered, please see the instructions for this document.

11. These articles will be effective upon filing, unless a future time and/or date is specified: \_\_\_\_\_

This is the 22<sup>nd</sup> day of June, 2015.

Annaleah & Mary For Truck Safety  
(Incorporator Business Entity Name)

Marianne W. Karth  
Signature of Incorporator

Marianne W. Karth  
Type or print Incorporator's name and title, if any

NOTES:

1. Filing fee is \$60. This document must be filed with the Secretary of State.

CORPORATIONS DIVISION  
Revised September, 2013

P. O. BOX 29622

RALEIGH, NC 27626-0622  
Form N-01

## **Provisions of the Non-profit Corporation: AnnaLeah & Mary For Truck Safety**

### **Purpose of the Corporation**

This corporation is organized in memory of AnnaLeah and Mary Karth and, in light of their untimely death due to a truck crash on May 4, 2013, this corporation will seek to carry out the following purposes related to highway safety: charitable, educational, scientific, and testing for public safety, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 (herein the "Code") (or the corresponding provisions of any future United State Internal Revenue Code).

### **Prohibited Activities**

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to, its members, directors, 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 purposes set forth in these articles of incorporation. 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 provisions 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 Code or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

### **Distribution of Assets Upon Dissolution**

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions 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 organized and operated exclusively for religious, charitable, educational, scientific or literary purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code as the Board of Directors shall determine, or to federal, state, or local governments to be used exclusively for public purposes. Any such assets not so disposed of shall be disposed of by the superior Court of the country in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, such as the court shall determine, which are organized and operated exclusively for such purposes, or to such governments for such purposes.

### **Limited Liability of Incorporators and/or Directors**

1) No person serving as a director of this corporation shall have any personal liability for monetary damages arising out of any action whether by or in the right of the corporation or otherwise for breach of any duty as a director; provided, however, that such limitation shall not apply to (i) acts or omissions that the director at the time of the breach knew or believed were clearly in conflict with the best interests of the corporation, (ii) any liability under N.C.G.S. §§ 55A-8-32 or 55A-8-33, (iii) any transaction from which the director derived an improper personal financial benefit, or (iv) acts or omissions occurring prior to the date the provision became effective. The term "improper personal financial benefit" shall be construed for purposes of this provision as set forth in N.C.G.S. §55A-2-02(b)(4).

2) In addition to the indemnity provided for in (a) above, and to the maximum extent authorized by N.C.G.S §§ 55A-8-57, the corporation shall indemnify any and all of its directors, officers, employees and agents against liability and expenses in any proceeding (including without limitation a proceeding brought by or on behalf of the corporation itself) arising out of their status as such or their activities in any of the foregoing capacities; provided, however, that the indemnity provided for herein shall not apply to liability or expenses incurred on account of any such person's activities which were at the time taken, known, or believed by the person to be clearly in conflict with the best interests of the corporation, or if such person received an improper personal benefit. The indemnity provided for hereunder shall include recovery of reasonable costs, expenses and attorneys' fees in connection with the enforcement of rights to indemnification granted herein.

**3) No provision contained in these articles shall be construed to limit in any way the immunity provided to officers or directors of nonprofit corporations set forth in N.C.G.S. §55A-8-60.**