

ARTICLES OF INCORPORATION  
OF  
PIONEER ELECTRIC COOPERATIVE CHARITABLE FOUNDATION

ARTICLE I

The name of the Corporation shall be the Pioneer Electric Cooperative Charitable Foundation (Corporation).

ARTICLE II

The term of existence of the Corporation is perpetual: the corporate existence will commence on the filing of these articles with the Probate Judge.

ARTICLE III

The purpose of the Corporation shall be the accumulation and disbursement of funds for charitable purposes, namely to individuals and organizations for needs which are related to food, shelter, clothing, health needs, environmental causes and education all within the service territory of Pioneer Electric Cooperative, Inc.

As a nonprofit corporation organized pursuant to the provisions of the Alabama Nonprofit Corporation Code and Section 501 (c)(3) of the United States Internal Revenue Code of 1986, as amended, the Corporation shall have no capital stock and no shareholders, and no part of the net earnings, income, or profit of

the Foundation shall inure to the benefit of or be distributable to its directors, officers, members, or other private individuals except that the Corporation may pay reasonable compensation for services rendered and may make payments and distributions in furtherance of its charitable purposes.

#### ARTICLE IV

After incorporation, Corporation purposes shall be administered by a nine (9) person Board of Directors. The Board of Directors shall be composed of nine (9) persons residing within the Pioneer Electric Cooperative, Inc. (PEC) service territory as designated by the Alabama law. The Corporation Board shall have one member from each PEC district and shall be appointed by the Board of Trustees of PEC. It shall be mandatory that each Board member of the Corporation be a member of PEC.

#### ARTICLE V

The registered address of the Corporation shall be c/o Pioneer Electric Cooperative, Inc., P.O. Box 468, Greenville, AL. 36037. The name of the initial registered agent of the corporation at such address is Cleveland Poole.

#### ARTICLE VI

The Corporation is founded by PEC to further the mission stated in the 7 Cooperative Principles, specifically "Concern for Community." In order to further these principles, PEC shall have the authority to amend these Articles, adopt or amend the Corporate Bylaws, rules and regulation for the governing of said corporation as it may deem necessary or expedient, all in accordance with Title 10, Chapter 3A of the Code of Alabama of 1975, as amended.

## ARTICLE VII

Upon dissolution of the corporation, the assets of the corporation, after the payment of liabilities and the return or transfer or all assets held on conditions requiring the same, shall distributed to a non-profit corporation with similar civic purposes as Corporation. It is the intent of the incorporators that the corporation qualifies as a tax-exempt non-profit corporation under the federal law and the rules and regulation of the Internal Revenue Service, and the provision of this document shall be interpreted in a manner consistent with such purpose and intent.

## ARTICLE VIII

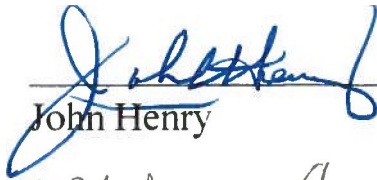
The corporate seal shall consist of a circle within which will be inscribed "Pioneer Electric Cooperative Charitable Foundation."

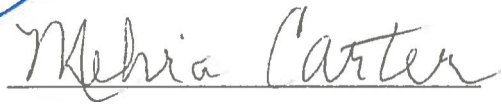
## ARTICLE IX

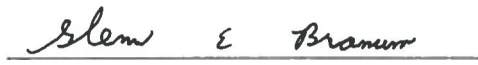
The name and address of each incorporator and the initial director of the Pioneer Electric Cooperative Charitable Foundation is

John Henry	P.O. Box 468	Greenville,	AL.
		36037	
Melvia Carter	P.O. Box 468	Greenville,	AL.
		36037	
Glenn Branum	P.O. Box 468	Greenville,	AL.
		36037	

WE, THE UNDERSIGNED, being all of the incorporators hereinabove named, for the purpose of forming a corporation pursuant to Alabama Law, have executed the forgoing Articles of Incorporation on the        day Of        2019 .

  
John Henry

  
Melvia Carter

  
Glenn Branum

John H. Merrill  
Secretary of State

P.O. Box 5616  
Montgomery, AL 36103-5616

# STATE OF ALABAMA

I, John H. Merrill, Secretary of State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Title IOA, Chapter I, Article 5, Code of Alabama 1975, and upon an examination of the entity records on file in this office, the following entity name is reserved as available:

Pioneer Electric Cooperative Charitable Foundation

This name reservation is for the exclusive use of Cleveland Poole, P.O. Box 468, Greenville, AL 36037-0468 for a period of one year beginning December 09, 2019 and expiring December 09, 2020



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the city of Montgomery, on this day.

December 09, 2019

Date

RES864178

John H. Merrill

Secretary of State

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*J. H. Merrill*

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