

ARTICLES OF INCORPORATION

OF

BLACKSBURG COMPUTER EMPOWERMENT

We hereby associate to form a Non-stock Corporation under the provisions of Chapter 10 of Title 13.1

of the Code of Virginia, and to that end set forth the following:

1. The name of the corporation is: **Blacksburg Computer Empowerment**.

2. The purposes for which this corporation is organized are: This corporation is organized and operated exclusively for charitable purposes within the meaning of 501(c)(3) of the Internal Revenue Code. The specific purposes for which this corporation is organized are: **to provide information technology and training to individuals who have a psychiatric diagnosis**. The Corporation shall be operated exclusively for the promotion of the common good and general welfare of the people of the community. All funds, whether income or principle, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

3. At all times the following shall operate as conditions restricting the operations and activities of the corporation:

(a) No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 these articles.

(b) No substantial part of activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for

public office.

(c) Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

4. The Corporation shall not have members.

5. The business and affairs of the Corporation shall be managed and directed by a Board of Directors, which shall be comprised of not fewer than three (3) nor more than fifteen (15) Directors.

6. Candidates for Directors may be nominated by the Executive Director or any Board member. The affirmative vote of a majority of the Board, when a quorum is present, will confirm the candidate as a Board member.

7. The Initial Directors, together with their mailing addresses, are as follows:

Marcus Cowgill	201 Fairfax Road Apartment 8	Blacksburg, VA	24060
Tamaki Kurusu	7380 Eldorado St.	McLean, VA	22102
Michael Reid	400 Fairfax Road Apt. F-41	Blacksburg, VA	24060
Gary Meador	911 University City Blvd	Blacksburg, VA	24060
Clifton Hodges	201 Fairfax Road Apartment 2	Blacksburg, VA	24060

8. Liability:

(a) No officer 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 officers or Directors be subject to the payment of the debts or obligations of this corporation.

(b) There shall be no liability for the acts or omissions of any officer or Director of the Corporation in any proceeding brought by or in the right of the Corporation, unless otherwise provided by the laws of the Commonwealth of Virginia, arising out of any single transaction, occurrence, or course of conduct, pursuant to Section 13.1-870.1 of the Code of Virginia, as may be amended from time to time.

(c) The Corporation shall indemnify, to the fullest extent permitted and required by the Virginia

Non-stock Corporation Act, as such Act exists now or may hereafter be amended, its Directors, Officers, and employees who are made a party to any proceeding by reason of their acts or omissions performed in their official capacity.

9. Upon the time of dissolution of the corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of Montgomery County, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

10. The address of the initial registered office of the Corporation is **201 Fairfax Road Apartment 8 Blacksburg VA 24060**. The name of the County in which the initial registered office is located is **Montgomery County**. The name of its initial registered agent is **Marcus C. Cowgill**, who is a resident of the State of Virginia, currently residing at **201 Fairfax Road Apartment 8 Blacksburg VA 24060**.

INCORPORATOR: Marcus Charles Cowgill

DATE: October 31st, 2009