STATE OF NORTH CAROLINA
DEPARTMENT OF THE SECRETARY OF STATE

STATEMENT OF CHANGE OF REGISTERED OFFICE AND/OR REGISTERED AGENT

Pursuant to §55D-31 of the General Statutes of North Carolina, the undersigned entity submits the following for the purpose of changing its registered office and/or registered agent in the State of North Carolina.

INFORMATION CURRENTLY ON FILE

The name of the entity is: North Carolina State University Alumni Association, Inc.

☐ Limited Liability Partnership, ☐ Foreign Limited Liability Partnership

The street address and county of the entity's registered office currently on file is:

Number and Street: 2450 Alumni Drive
City, State, Zip Code: Raleigh, NC 27606 County: Wake

The mailing address if different from the street address of the registered office currently on file is:
NC State Centennial Campus, Campus Box 7503, Raleigh, NC 27695-7503

The name of the current registered agent is: Charles L. Barton

NEW INFORMATION

1. The street address and county of the new registered office of the entity is: (complete this item only if the address of the registered office is being changed)

   Number and Street: 2450 Alumni Drive
   City, State, Zip Code: Raleigh, NC 27606 County: Wake

2. The mailing address if different from the street address of the new registered office is: (complete this item only if the address of the registered office is being changed)

3. The name of the new registered agent and the new agent's consent to appointment appears below: (complete this item only if the name of the registered agent is being changed)

   Ralph E. Suggs
   Type or Print Name of New Agent
   Signature & Title

4. The address of the entity's registered office and the address of the business office of its registered agent, as changed, will be identical.

5. This statement will be effective upon filing, unless a date and/or time is specified:

   This is the 23rd day of July, 2016.

   Ralph E. Suggs
   Entity Name
   Signature
   Type or Print Name and Title

Notes: Filing fee is $5.00. This document must be filed with the Secretary of State.
* Instead of signing here, the new registered agent may sign a separate written consent to the appointment, which must be attached to this statement.

CORPORATIONS DIVISION
P. O. BOX 29622
RALEIGH, NC 27626-0622
Revised January 2002

Form BE-06
Pursuant to §55D-31 of the General Statutes of North Carolina, the undersigned entity submits the following for the purpose of changing its registered office and/or registered agent in the State of North Carolina.

The name of the entity is: North Carolina State University Alumni Association, Inc.


The street address and county of the entity’s registered office currently on file is:

Number and Street: Alumni Memorial Bldg.
City, State, Zip Code: Raleigh NC 27695 County: Wake

The mailing address if different from the street address of the registered office currently on file is:

The name of the current registered agent is: Bass, Jim F

1. The street address and county of the new registered office of the entity is:
(complete this item only if the address of the registered office is being changed)

Number and Street: 2450 Alumni Drive
City, State, Zip Code: Raleigh NC 27606 County: Wake

2. The mailing address if different from the street address of the new registered office is:
(complete this item only if the address of the registered office is being changed)

NC State Centennial Campus, Campus Box 7503, Raleigh NC 27695-7503

3. The name of the new registered agent and the new agent’s consent to appointment appears below:
(complete this item only if the name of the registered agent is being changed)

Barton, Charles L.
Type or Print Name of New Agent

Signature & Title

4. The address of the entity’s registered office and the address of the business office of its registered agent, as changed, will be identical.

5. This statement will be effective upon filing, unless a date and/or time is specified:

This is the 16th day of May, 2008.

North Carolina State University Alumni Association, Inc.
Entity Name

Billy Maddalon, President

Notes: Filing fee is $5.00. This document must be filed with the Secretary of State.
ARTICLES OF AMENDMENT
OF
NORTH CAROLINA STATE UNIVERSITY ALUMNI ASSOCIATION

Pursuant to § 55A-10-05 of the General Statutes of North Carolina, the undersigned corporation (the "Corporation") hereby submits the following Articles of Amendment for the purpose of amending its Articles of Incorporation:

1. The name of the Corporation is: NORTH CAROLINA STATE UNIVERSITY ALUMNI ASSOCIATION.

2. The name of the Corporation is changed to NORTH CAROLINA STATE UNIVERSITY ALUMNI ASSOCIATION, INC.

3. A new paragraph 10 is added to the Articles of Incorporation which reads as follows:

"10. Except to the extent that the North Carolina General Statutes prohibit such limitation or elimination of liability of Directors for breaches of duty, no Director of the Corporation shall have any personal liability arising out of an action whether by or in the right of the Corporation or otherwise for monetary damages for breach of any duty as a Director. No amendment to or repeal of this paragraph 10 shall apply to or have any effect on the liability or alleged liability of any Director of the Corporation for or with respect to any acts or omissions of such Director occurring prior to such amendment or repeal. The provisions of this paragraph 10 shall not be deemed to limit or preclude indemnification of a Director by the Corporation for any liability that has not been eliminated by the provisions of this paragraph."

4. The date of adoption of the amendments was May 14, 1999.

5. The amendments were duly adopted by a sufficient vote of the Board of Directors without member approval. Member approval was not required because no members have voting rights.

6. These articles will be effective upon filing.

This the 14th day of May, 1999.

NORTH CAROLINA STATE UNIVERSITY ALUMNI ASSOCIATION

By: Cassius S. Williams

President

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ARTICLES OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
NORTH CAROLINA STATE UNIVERSITY ALUMNI ASSOCIATION

For the purpose of effecting an amendment to its Certificate of Incorporation, pursuant to the provisions of Chapter 55A of the General Statutes of North Carolina, North Carolina State University Alumni Association states as follows:

1. The name of the corporation is NORTH CAROLINA STATE UNIVERSITY ALUMNI ASSOCIATION.

2. The Certificate of Incorporation of the corporation is hereby amended as follows:

A new paragraph shall be added to the Certificate of Incorporation, which shall be entitled Paragraph 9, and which shall read as follows:

"9. Notwithstanding any other provision 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 exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 and its Regulations as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as they now exist or as they may hereafter be amended.

"The corporation shall have no power to declare dividends, and no part of its net earnings shall enure to the benefit of any member or director of the corporation or to any other private shareholder
or individual. The corporation shall have no power or authority to engage in activities which consist of carrying on propaganda or otherwise attempting to influence legislation or to participate in, or intervene in, any political campaign on behalf of any candidate for public office.

"In the event of the dissolution of the corporation, either voluntary or involuntary, all assets and property which remain after the discharge of the corporation's liabilities shall be paid over or distributed by the Board of Directors to North Carolina State University at Raleigh, and shall be used or distributed for no other object or purpose whatsoever.

"This corporation reserves the right to amend, alter, change or repeal any provisions contained in this Certificate of Incorporation in the manner now or hereafter prescribed by statute; provided, however, that under no circumstances shall this Certificate of Incorporation be amended so that the corporation may operate other than exclusively for religious, charitable, scientific, literary, or educational purposes, or so that any member or director or any other private individual may participate in the distribution of the earnings, funds, or properties of this corporation."

3. This amendment was adopted by the Board of Directors of the corporation at a meeting held on the 24th day of February, 1979; on said date a quorum of the Directors was present at such
meeting; and such amendment was unanimously adopted by the
members of the Board of Directors present at such meeting.
(No members have voting rights.)

IN WITNESS WHEREOF, said corporation has caused these
Articles of Amendment of Certificate of Incorporation to be
executed by its President, attested by its Secretary, and its
corporate seal affixed hereunto this 15th day of March,
1979.

NORTH CAROLINA STATE UNIVERSITY ALUMNI
ASSOCIATION

By:  \[Signature\]

Frank I. Ballard, President

ATTEST

\[Signature\]

LeRoy B. Martin, Jr., Secretary

(Corporate Seal)

STATE OF NORTH CAROLINA
COUNTY OF WAKE

I, Joyce M. Williams, a Notary Public, certify that LEROY B. MARTIN, JR., personally came before me this day and acknowledged that he is Secretary of NORTH CAROLINA STATE UNIVERSITY ALUMNI ASSOCIATION, a corporation, and that by authority duly given and as the act of the corporation, the foregoing instrument was signed in its name by its President, sealed with its corporate seal, and attested by himself as its Secretary, and the Secretary further acknowledged that the statements contained therein are true.

under oath.

WITNESS my hand and notarial seal, this 15th day of March, 1979.

Joyce M. Williams
Notary Public

My Commission Expires:

Jan 17, 1980
STATE OF NORTH CAROLINA
COUNTY OF WAKE

I, Wennis K. Haigh, a Notary Public, certify that FRANK I. BALLARD, personally came before me this day and acknowledged that he is PRESIDENT of NORTH CAROLINA STATE UNIVERSITY ALUMNI ASSOCIATION, a corporation, and that by authority duly given and as the act of the corporation, the foregoing instrument was signed in its name by him in the capacity indicated, that he was authorized so to sign, and that the statements therein contained are true.

WITNESS my hand and notarial seal, this 26th day of March, 1979.

[Signature]
Notary Public

My Commission Expires:

9-29-82
ARTICLES OF AMENDMENT
TO THE CHARTER OF
NORTH CAROLINA STATE ALUMNI ASSOCIATION

(Name of Corporation)

The undersigned non-profit corporation, for the purpose of amending its articles of incorporation, and in accordance with the provision of Section 55A-36 of the North Carolina Non-Profit Corporation Act, hereby sets forth:

I

Name of the corporation ________________

II

At a regularly convened meeting of the directors/members (strike word inapplicable) of the corporation held on the __6th__ day of __May__, A.D. 1965, the following amendment to the articles of incorporation was adopted:

That the name of the corporation be changed to NORTH CAROLINA STATE UNIVERSITY ALUMNI ASSOCIATION.

III

(Strike inapplicable paragraph)

There are no members of the corporation having voting rights. The above amendment received the affirmative vote of a majority of the directors in office.

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IN TESTIMONY WHEREOF, the corporation has caused this document to be executed in its name by its President and Secretary this __1st__ day of __July__, A.D. 1965.

By: ____________________________
   President

By: ____________________________
   Secretary

STATE OF __NORTH CAROLINA__

COUNTY OF __WAKE__

This is to certify that on this the __1st__ day of __July__, A.D. 1965, personally appeared before me Carl R. Harris and H. W. Taylor, each of whom, being by me first duly sworn, deposes and says that he signed the foregoing "Articles of Amendment" in the capacity indicated, and that the statements therein contained are true and correct.

My Commission expires: February 14, 1967

Mary A. Wallace
Notary Public
ARTICLES OF AMENDMENT
TO THE CHARTER OF

ALUMNI ASSOCIATION OF NORTH CAROLINA STATE COLLEGE, INC.

(Name of Corporation)

The undersigned non-profit corporation, for the purpose of amending its articles of incorporation, and in accordance with the provision of Section 55A-36 of the North Carolina Non-Profit Corporation Act, hereby sets forth:

I

Name of the corporation  ALUMNI ASSOCIATION OF NORTH CAROLINA STATE COLLEGE, INC.

II

At a regularly convened meeting of the directors/members (strike word inapplicable) of the corporation held on the 6th day of August, A.D. 1963, the following amendment to the articles of incorporation was adopted:

1. That the name of the corporation be changed to North Carolina State Alumni Association.
2. That the name North Carolina State of the University of North Carolina at Raleigh be substituted wherever the names North Carolina State College or North Carolina State College of Agriculture and Engineering appear.
3. That Article 2 be amended to read as follows: The location of the principal and registered office of the corporation in this State is Alumni Memorial Building, Raleigh, Wake County, North Carolina. The name of the registered agent at such address is Herman Ward Taylor.

III

(Strike inapplicable paragraph)

There are no members of the corporation having voting rights. The above amendment received the affirmative vote of a majority of the directors in office.

The corporation has members with voting rights. A quorum was present at the meeting held on the above date, and the said amendment received at least two-thirds of the votes entitled to be cast by members present or represented by proxy at such meeting.

IN TESTIMONY WHEREOF, the corporation has caused this document to be executed in its name by its President and Secretary this 6th day of August, A.D. 19—

By: [Signature]

[Printed Name]

Secretary

STATE OF North Carolina

COUNTY OF Wake

This is to certify that on this the 6th day of August, A.D. 1963, personally appeared before me M. Edmund Aycock and H.W. Taylor, each of whom, being by me first duly sworn, doposes and says that he signed the foregoing "Articles of Amendment" in the capacity indicated, and that the statements therein contained are true and correct.

[Signature]

Notary Public

CERTIFICATE OF INCORPORATION

OF

ALUMNI ASSOCIATION OF NORTH CAROLINA STATE COLLEGE, INC.

This is to certify that we, the undersigned, do hereby associate ourselves into a non-stock, non-profit, charitable and educational corporation under and by virtue of the laws of the State of North Carolina, as contained in Chapter 55 of the General Statutes, entitled "Corporations," and the several amendments thereto, and to that end do hereby set forth:

1. The name of this corporation is Alumni Association of North Carolina State College, Inc.

2. The location of the principal office of the corporation in this State is in the City of Raleigh, Wake County, North Carolina.

3. The objects for which this corporation is formed are as follows:

   (a) To promote the growth, progress and general welfare of North Carolina State College;

   (b) To foster among its former students a sentiment of regard for one another and a continuing attachment to their Alma Mater;

   (c) To interest prospective students in attending North Carolina State College.

And in order properly to prosecute the objects and purposes above set forth, the corporation shall have full power and authority to purchase, lease and otherwise acquire, hold, mortgage, convey and otherwise dispose of all kinds of property, both real and personal, both in this State and in all other States, Territories and dependencies of the United States, and generally to perform all acts which may be deemed necessary or expedient for the proper and successful prosecution of the objects and purposes for
which the corporation is created. The corporation shall also have power to receive donations, bequests and devices, and to expend funds in the furtherance of the objects and purposes for which the corporation is organized.

4. The corporation is to have no capital stock. The corporation is a non-stock, non-profit, charitable and educational corporation. No part of the net earnings of the corporation shall inure to the benefit of any member or officer thereof.

5. The names and post-office addresses of the incorporators are as follows:

(1) W. Kerr Scott
    Raleigh, N. C.
(2) J. W. Harrelson
    Raleigh, N. C.
(3) Geo. B. Cherry
    Raleigh, N. C.
(4) John A. Park
    Raleigh, N. C.
(5) D. S. Coltrane
    Raleigh, N. C.
(6) Guy F. Lane
    Ramseur, N. C.
(7) J. G. Vann
    Raleigh, N. C.
(8) C. L. Mann
    Raleigh, N. C.
(9) L. L. Vaughan
    Raleigh, N. C.
(10) E. L. Cloyd
    Raleigh, N. C.
(11) E. Y. Floyd
    Raleigh, N. C.
(12) L. L. Ray
    Raleigh, N. C.
(13) W. H. Rogers, Jr.
    Raleigh, N. C.
(14) H. W. Taylor
    Raleigh, N. C.
(15) I. O. Schaub
    Raleigh, N. C.

6. The period of existence of this corporation is unlimited.

7. Members may be admitted after organization upon the following terms:

The active membership shall consist of all former students of North Carolina State College of Agriculture and Engineering who have enrolled in regular college courses, members of the
Faculty, Administrative Staff, Agricultural Extension Service, Agricultural Experiment Station, Teachers of Agriculture in North Carolina High Schools, and other persons who have successfully completed a short course at North Carolina State College and received a certificate therefor, and who have paid the annual membership dues or the life membership dues to the corporation.

Honorary membership shall consist of such distinguished persons as are duly elected to honorary membership. Names for Honorary membership must be proposed by a local club or by the Board of Directors of the corporation. Honorary members elected in any calendar year shall not exceed two for any one local club and five at large.

8. The management of the corporation and of its properties shall be vested in a Board of Directors which shall have full power and authority from time to time, without the assent or vote of the members, to make, alter, amend and rescind the by-laws of the corporation. The number of directors of the corporation shall be provided for and determined by the by-laws of the corporation.

IN TESTIMONY WHEREOF, we have hereunto set our hands and affixed our seals, this the 19th day of January, A.D. 1952.

[Signatures]

(SEAL)

(SEAL)

(SEAL)

(SEAL)

(SEAL)

(SEAL)

(SEAL)

(SEAL)
Signed, sealed and delivered in the presence of

Charles J. Forse, Witness.

STATE OF NORTH CAROLINA  
COUNTY OF WAKE  

This is to certify that on this 19th day of February, A.D. 195x, before me, a Notary Public, in and for said County and State, personally appeared W. Kerr Scott, J. W. Harrelson, Geo. B. Cherry, John A. Park, D. S. Coltrane, Guy F. Lane, J. G. Vann, C. L. Mann, L. L. Vaughan, E. L. Cloyd, E. Y. Floyd, L. L. Ray, W. H. Rogers, Jr., H. W. Taylor and I. O. Schaub who, I am satisfied, are the persons named in and who executed the foregoing certificate of incorporation of Alumni Association of North Carolina State College, Inc., and I having first made known to them the contents thereof, they did each acknowledge that they signed, sealed and delivered the same as their voluntary act and deed, for the uses and purposes therein expressed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal, this the 19th day of February, A.D. 195x.

Charles J. Forse  
Notary Public

My Commission expires: April 3, 195x.