ARTICLES OF AMENDMENT
TO THE CERTIFICATE OF INCORPORATION
OF THE
NORTH CAROLINA ENGINEERING FOUNDATION, INC.

ADOPTED ON APRIL 21, 1999 BY THE BOARD OF DIRECTORS
AT ITS REGULAR ANNUAL MEETING

The undersigned nonprofit corporation, for the purposes of amending its Certificate of Incorporation, signed and completed on September 29, 1944, and pursuant to the provisions of Chapter 55A of the General Statutes of North Carolina, states as follows:

1. The name of Corporation is North Carolina Engineering Foundation, Inc.

2. The name of the Corporation is changed to N.C. State Engineering Foundation, Inc.

3. This amendment was 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.

4. This amendment will be effective upon filing.

IN TESTIMONY WHEREOF, the Corporation has caused these Articles of Amendment to be executed by its Vice President, attested by its Secretary, and its corporate seal affixed hereunto this 28th day of April, 1999.

NORTH CAROLINA ENGINEERING FOUNDATION, INC.

ATTEST:

By: Allen F. Gant
Vice President, ALLEN F. GANT

BY: Benjamin H. Singer
Secretary

[CORPORATE SEAL]
ARTICLES OF INCORPORATION
OF
NORTH CAROLINA ENGINEERING FOUNDATION, INC.

The undersigned submits these Articles of Incorporation for the purpose of forming a nonprofit corporation under the laws of the State of North Carolina.

(1) The name of the corporation is NORTH CAROLINA ENGINEERING FOUNDATION, INC.

(2) The corporation is a charitable corporation.

(3) The period of duration of the corporation shall be perpetual.

(4) The objects and purposes for which this corporation is organized are to operate exclusively for charitable, religious, scientific, literary or educational purposes. The foregoing shall be construed as both objects and powers, and the enumeration of specific powers shall not be deemed to limit or restrict in any manner the general powers of the corporation as conferred by the laws of the State of North Carolina now or hereafter in effect.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its 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 the purposes set forth in this article. 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 distributing of statements) any political campaign on
behave 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 Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(5) The corporation shall have no capital stock.

(6) The corporation shall have no members.

(7) The street address of the initial registered office and principal office of the corporation is 232 Page hall, Current Drive, North Carolina State University, 27606 Raleigh, Wake County, North Carolina. The mailing address of the initial registered office and principal office of the corporation is P. O. Box 7901, Raleigh, North Carolina 27695-7901. The initial registered agent of the corporation at this address is Benjamin H. Hughes.

(8) 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 the N. C. State Engineering Foundation, Inc. or, if it is not in existence or is not an organization described in section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code at such time, to North Carolina State University at Raleigh or to any other nonprofit corporation or corporations.
organized to support the college of engineering of North Carolina State University at Raleigh, as determined by the Board of Directors in its sole discretion, and shall be used or distributed for no other object of purpose whatsoever; provided, however, that any such organization must be exempt from federal income taxes under section 501(c)(3) of the Internal Revenue Code or with the corresponding section of any future federal tax code.

(9) The affairs of the corporation shall be managed by a Board of Directors. The number and qualifications of the Directors, together with their terms of office, manner of election, removal, change of number, filling of vacancies, and of newly created directorships, powers, duties, and liabilities shall, except as otherwise provided in these Articles of Incorporation or by the laws of the State of North Carolina, be as prescribed in the Bylaws.

(10) The name and address of the Incorporator is:

Curtis A. Twiddy
P.O. Box 30515
Raleigh, NC 27622-0515

(11) 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 article 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 article 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 article.

(12) These Articles will become effective upon filing.

This 4th day of November, 1999.

______________________________
Curtis A. Twiddy, Incorporator
NORTH CAROLINA BOARD OF EXAMINERS FOR ENGINEERS AND SURVEYORS
310 West Millbrook Road
Raleigh, North Carolina 27609
December 14, 1999

M. Frank Tyndall, PE
Chairman

David L. Potter, PE
Vice-Chairman

C. Phil Wagner, PE
Secretary

J. Richard Cottingham, PE, PLS
George R. Freeman, PE, PLS
Dr. Joseph Monroe, Public
William C. Owen, PLS
Doris M. Rodgers, Public
Kenneth D. Sutliff, PLS

Jerry T. Carter
Executive Director

Ben W. Hughes, Executive Director
for Development & College Relations
NC State Engineering Foundation, Inc.,
Campus Box 7901
Raleigh, NC 27695-7901

Dear Mr. Hughes:

This will serve as official notice of the action recently taken by the North Carolina Board of Examiners on your written request concerning the continued use of the word "engineering" in the title of the North Carolina Engineering Foundation, Inc., and the proposed amended title of NC State Engineering Foundation, Inc.

After evaluating your written request, the Board made a determination that the use of the term "engineering" in the former name and the amended name of the foundation would not be misleading to the general public and, as such, would not represent a violation of the tenets of G. B. 89C. Accordingly, the Board has approved your request for the continued use of this term in the foundation's old title and the new title of "NC State Engineering Foundation, Inc."

If you have questions or if we can be of further assistance, please let me know.

For the Board,

Jerry T. Carter
Executive Director

JTC/jta

Telephone (919) 841-4000
FAX (919) 841-4012
EMAIL Address ncboard@ncbs.org
WEB Site www.ncbels.org
ARTICLES OF AMENDMENT
TO THE CERTIFICATE OF INCORPORATION
OF THE
NORTH CAROLINA ENGINEERING FOUNDATION, INC.

ADOPTED ON OCTOBER 26, 1995 BY THE BOARD OF DIRECTORS
AT ITS REGULAR ANNUAL MEETING

The undersigned nonprofit corporation, for the purposes of amending its Certificate of Incorporation, signed and completed on September 29, 1944, and pursuant to the provisions of Chapter 55A of the General Statutes of North Carolina, states as follows:

1. The name of the Corporation is North Carolina Engineering Foundation, Inc.

2. Each amendment was 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.

3. These amendments will be effective upon filing.

I. ADD TO ARTICLE 4.:

"The foregoing clauses shall be construed as both objects and powers, and such enumeration of specific powers shall not be deemed to limit or restrict in any manner the general powers of the corporation and the enjoyment and exercise thereof as conferred by the laws of the State of North Carolina now or hereafter in effect."

II. ARTICLE 5. IS HEREBY DELETED IN ITS ENTIRETY AND A NEW ARTICLE 5 IS INSERTED IN LIEU THEREOF WHICH READS AS FOLLOWS:

"The corporation is a nonprofit, charitable and educational corporation and has no capital stock. The forty nine members of the corporation, listed in the original certificate, shall be retained to honor these members as founders, but the members shall have no powers and no new members shall be appointed."

III. ADD TO ARTICLE 6.:

"No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its 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 the purposes set forth in this Certificate 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 distributing 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 Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the
corresponding section of any future federal tax code."

IV. ADD A NEW ARTICLE 9.: 

"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 or to any other nonprofit corporation or corporations organized to support the College of Engineering of North Carolina State University at Raleigh, as determined by the Board of Directors in its sole discretion, and shall be used or distributed for no other object or purpose whatsoever; provided, however, that any such organization must be exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code, as amended."

V. ADD A NEW ARTICLE 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 article 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 article shall not be deemed to limit or preclude indemnification of a Director by the corporation for any liability that has not been eliminated by provisions of this article."

VI. CHANGE EXISTING ARTICLE 9. TO BE ARTICLE 11.

VII. Where "North Carolina State College of Agriculture and Engineering of the University of North Carolina, at Raleigh, N.C."
appears in the original Certificate of Incorporation, it shall be deleted and replaced by "North Carolina State University at Raleigh."

IN TESTIMONY WHEREOF, the corporation has caused these Articles of Amendment to be executed by its President, attested by its Secretary, and its corporate seal affixed hereunto this 26th day of October, 1995.

NORTH CAROLINA ENGINEERING FOUNDATION, INC.

ATTEST:

BY:  
Secretary

(CORPORATE SEAL)

BY:  
President, Larry D. Nixon
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 Engineering Foundation, Inc. states as follows:

1. The name of the corporation is NORTH CAROLINA ENGINEERING FOUNDATION, INC.

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

   (a) Paragraphs 3 and 4 of the Certificate of Incorporation are amended by deleting the words "The North Carolina State College of Agriculture and Engineering of the University of North Carolina" wherever the same shall appear therein and substituting in lieu thereof the words "North Carolina State University at Raleigh."

   (b) A new Paragraph shall be added to the Certificate of Incorporation which shall be entitled Paragraph 10, and which shall read as follows:

   "10. Notwithstanding any other provision of this certificate, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code 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 these Articles of Incorporation in the manner now or hereafter prescribed by statute; provided, however, that under no circumstances shall these Articles 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 27th day of May, 1970; 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 27th day of May, 1970.

ATTEST:

[Signature]
Secretary

[Signature]
President

NORTH CAROLINA ENGINEERING FOUNDATION, INC.

NORTH CAROLINA
WAKE COUNTY

This 27th day of May, 1970, personally came before me, Jeraldus W. Kelley, a Notary Public in and for the County and State aforesaid, Fred E. Reicher and Rudolph Pete, who, being by me duly sworn, say that they are the President and Secretary, respectively, of North Carolina Engineering Foundation, Inc. that the seal affixed to the foregoing instrument in writing is the corporate seal of the corporation, and that said writing was signed and sealed by them in behalf of said corporation by its authority duly given, and that the statements contained therein are true. And the said President and Secretary acknowledged the said writing to be the act and deed of said corporation.

WITNESS my hand and notarial seal, this 27th day of May, 1970.

[Signature]
Notary Public

My Commission expires:
8/3/70

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CERTIFICATE OF INCORPORATION

OF

NORTH CAROLINA ENGINEERING FOUNDATION, INC.

This is to certify that we, the undersigned, do hereby associate ourselves into a corporation under and by virtue of the laws of the State of North Carolina, and to that end do hereby set forth:

1. The name of the corporation is North Carolina Engineering Foundation, Inc.

2. The location of the principal office of the corporation is in the City of Raleigh, in Wake County, North Carolina, but it may have one or more branch offices and places of business at other places in the State of North Carolina.

3. The objects and purposes for which the corporation is formed are to aid and promote, by financial assistance and otherwise, all types of engineering education and research at the North Carolina State College of Agriculture and Engineering of the University of North Carolina, at Raleigh, North Carolina.

4. In order to properly prosecute the objects and purposes hereinbefore set out, the corporation shall have full power to receive donations, bequests, and devises; to purchase, lease and otherwise acquire and hold and to sell, donate and otherwise dispose of all kinds of property, real, personal and mixed; to pay in full or to supplement the salary or salaries of any person or persons engaged in any phase of engineering education or research at the said North Carolina State College of Agriculture and Engineering of the University of North Carolina; to donate all or any part of the equipment, materials or other facilities incident to any such education or research; and generally to do any and all acts and things which may be deemed necessary or expedient for the development, expansion and extension of engineering education and research.
5. The corporation is a non-profit, charitable and educational corporation and has no capital stock, and its conditions for membership are as follows: that members shall include such persons, firms and corporations as shall meet the terms and conditions for membership as prescribed from time to time by the by-laws of the corporation.

6. 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; to make rules and regulations prescribing the terms and conditions for membership in the corporation; and to sell, donate or otherwise dispose of any and all of the property of this corporation, real, personal or mixed, in furtherance of any of the objects and purposes for which the corporation is formed. The number of directors of the corporation shall be provided for and determined by the by-laws of the corporation.

7. The period of existence of the corporation is unlimited.

8. No director of the corporation shall receive any compensation whatever for or in connection with his services as such director or as an officer of the corporation.

9. The names and post office addresses of the incorporators and original members of the corporation are as follows:

1. W. H. Sullivan
2. F. D. Cline
3. C. A. Dillon
4. K. Clyde Council
5. John W. Clark
6. E. A. Terrell
7. B. O. Hood
8. W. W. Hanks
9. William Wairhead

Greensboro, N. C. - Contractor
Raleigh, N. C. - Contractor
Raleigh, N. C. - Dillon Supp Co.
Wananish, N. C. - Council Co.
Franklinville, N. C. - Randolph M1
Charlotte, N. C. - Terrell M1 Co.
Charlotte, N. C. - Southern En ing Co.
Durham, N. C. - Wairhead Conctr Co.
Brevard, N. C.
Dillsboro, N. C.
Wilmington, N. C.
Goldsboro, N. C.
Hartford, Conn.
New York, N. Y.
Charlotte, N. C.
New York, N. Y.
Raleigh, N. C.
Franklin, N. C.
Raleigh, N. C.
Canton, N. C.
Charlotte, N. C.
Durham, N. C.
Charlotte, N. C.
Charlotte, N. C.
Winston-Salem, N. C.
Norfolk, Va.
Charlotte, N. C.
Charlotte, N. C.
Charlotte, N. C.
Charlotte, N. C.
Raleigh, N. C.
Asheville, N. C.
Lilesville, N. C.
Hamlet, N. C.
Raleigh, N. C.
Charlotte, N. C.
Charlotte, N. C.
Charlotte, N. C.
Charlotte, N. C.
Greensboro, N. C.
Salisbury, N. C.
Durham, N. C.
Greensboro, N. C.
Charlotte, N. C.
Ecusta Paper Co.
Harris Clay Co.
Broadfoot Iron Works
Dewey Bros., Inc.
Colt's Patent Fire Arms Co
Johns-Manville Co.
S. E. Construction Co.
Carolina Power & Light Co.
Nantahala Power & Light Co
Consulting Engineer
Champion Fiber Co.
Charlotte Chem. Laborator
Wright Automatic Mch. Co.
J. A. Jones Construction
J. A. Jones Construction
Wachovia Bank & Trust Co.
S.A.T. Railway
V. F. Lovett Co.
R. H. Bouligny, Inc.
McDevitt & Street Co.
Goode Construction Co.
The Feden Steel Co.
Dave Steel Co.
Sou. Products & Silica Co
W. R. Bonsal Co.
N. C. Equipment Co.
U. S. Rubber Co.
Assoc. Transport, Inc.
R. S. Dickson & Co., Inc
Rulane Gas Co.
Blythe Bros. Co., Inc.
Car. Steel & Iron Co.
E. V. Hedrick Sand &
Gravel Company
Consulting Engineer
Truitt Mfg. Co.
Clark Publishing Company
IN WITNESS WHEREOF, we, the undersigned, have hereunto set our hands and seals this the 14th day of Sept 1944.
NORTH CAROLINA

COUNTY

This is to certify that on the ___ day of February 1944, before me a Notary Public of the above named County and State, personally appeared ___ of ___ , ___ , NC , who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 d___ y___ e___r___ a___ f___ e___ w___ n___.

Notary Public

My commission expires ___ 1944

NORTH CAROLINA

COUNTY OF Wake

This is to certify that on the ___ day of March 1944 before me, a Notary Public of the above named County and State, personally appeared ___ of ___ , ___ , who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

Notary Public

My commission expires ___ 1946
NORTH CAROLINA

WAKE COUNTY

This is to certify that on the 8th day of March 1944, before me a Notary Public of the above named County and State, personally appeared C. A. Wilson of Raleigh, N.C., who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

[Signature]
Notary Public

My Commission Expires October 5, 1945

NORTH CAROLINA

COLUMBUS COUNTY

This is to certify that on the 13th day of March 1944, before me, a Notary Public of the above named County and State, personally appeared K. Clyde Council who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

[Signature]
Notary Public

My Commission Expires August 8, 1945
NORTH CAROLINA

CABARRUS COUNTY

This is to certify that on the 16th day of March 1944, before me, a Notary Public of the above named County and State, personally appeared [Name redacted] who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

[Signature]
Notary Public

My commission expires December 15, 1945

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NORTH CAROLINA

COUNTY OF MECKLENBURG

This is to certify that on the 16th day of March 1944, before me, a Notary Public of the above named County and State, personally appeared [Name redacted] who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

[Signature]
Notary Public

My commission expires September 16, 1944
NORTH CAROLINA

Mecklenburg COUNTY

This is to certify that on the 16th day of March 1944, before me a Notary Public of the above named County and State, personally appeared BO HODD of Charlotte, N.C., who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

[Signature]
Notary Public


NORTH CAROLINA

COUNTY OF Mecklenburg

This is to certify that on the 29th day of March 1944 before me, a Notary Public of the above named County and State, personally appeared W.W. HAMBLE who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

[Signature]
Notary Public

NORTH CAROLINA

Orange COUNTY

This is to certify that on the 16th day of April 1944, before me, a Notary Public of the above named County and State, personally appeared [Signature], who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

[Signature]
Notary Public

My commission expires March 10, 1946

NORTH CAROLINA

COUNTY OF Transylvania

This is to certify that on the 21st day of April 1944, before me, a Notary Public of the above named County and State, personally appeared [Signature], who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

[Signature]
Notary Public

My commission expires October 22, 1944.
NORTH CAROLINA

JACKSON COUNTY

This is to certify that on the 21st day of April 1944, before me a Notary Public of the above named County and State, personally appeared  

who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

Notary Public

My commission expires June 25, 1944

NORTH CAROLINA

COUNTY OF New Hanover

This is to certify that on the 26th day of April 1944 before me, a Notary Public of the above named County and State, personally appeared  

who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

Notary Public

My commission expires July 1, 1945
NORTH CAROLINA

WAYNE COUNTY

This is to certify that on the 27th day of April 1944, before me, a Notary Public of the above named County and State, personally appeared Ernest M. Realey of Goldsboro, N.C., who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

Beryl W. Yorkman
Notary Public

My commission expires Feb. 27, 1946.

CONNECTICUT

HARTFORD COUNTY

This is to certify that on the 14th day of May 1944, before me, a Notary Public of the above named County and State, personally appeared Graham H. Austin who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

Nicholas J. Petersen
Notary Public

My commission expires 2-1-48
NEW YORK COUNTY

This is to certify that on the 4th day of May, 1944, before me, a Notary Public of the above named County and State, personally appeared [Signature], who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

[Seal]

K.S. Wells, Notary Public

NORTH CAROLINA COUNTY OF Mecklenburg

This is to certify that on the 8th day of May, 1944, before me, a Notary Public of the above named County and State, personally appeared [Signature], who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

[Seal]

K.S. Wells, Notary Public

My commission expires Aug 14, 1944
Wake COUNTY

This is to certify that on the 27th day of May 1944, before me, a Notary Public of the above named County and State, personally appeared Ralph B Rogers of New York, NY who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

My commission expires August 25, 1945

Notary Public

Wake COUNTY

This is to certify that on the 27th day of May 1944 before me, a Notary Public of the above named County and State, personally appeared J. W. Butchon of Raleigh, NC who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

My commission expires August 25, 1945

Notary Public
Macon County

This is to certify that on the 1st day of June, 1944, before me, a Notary Public of the above named County and State, personally appeared

[Signature]

who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

My commission expires

Notary Public

NORTH CAROLINA

COUNTY OF Wake

This is to certify that on the 13th day of June, 1944, before me, a Notary Public of the above named County and State, personally appeared

[Signature]

who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

My commission expires

Notary Public
NORTH CAROLINA

Haywood COUNTY

This is to certify that on the 26th day of June, 1944, before me, a Notary Public of the above named County and State, personally appeared Reuben B. Robertson who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

[Signature]
Notary Public

My commission expires Aug. 7, 1945

NORTH CAROLINA

COUNTY OF Mecklenburg

This is to certify that on the 28th day of June, 1944 before me, a Notary Public of the above named County and State, personally appeared George L. [Signature] who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

[Signature]
Notary Public

My commission expires [Signature]
NORTH CAROLINA

DURHAM COUNTY

This is to certify that on the 29th day of June, 1944, before me a Notary Public of the above named County and State, personally appeared R. H. Wright, who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

[Signature]
Notary Public

My commission expires

March 19, 1945

NORTH CAROLINA

COUNTY OF MECKLENBURG

This is to certify that on the 3rd day of July, 1944, before me, a Notary Public of the above named County and State, personally appeared Edwin L. Jones, who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

[Signature]
Notary Public

My commission expires

[Signature]
My Commission Expires March 15, 1945
NORTH CAROLINA

DURHAM COUNTY

This is to certify that on the 3rd day of July, 1944, before me, a Notary Public of the above named County and State, personally appeared J. H. Jones, who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

My commission expires

My Commission Expires March 15, 1945

NORTH CAROLINA

COUNTY OF FAYETTE

This is to certify that on the 3rd day of July, 1944, before me, a Notary Public of the above named County and State, personally appeared R. M. Hauser, who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

My commission expires

April 29, 1946
This is to certify that on the 5th day of July, 1944, before me, a Notary Public of the above named County and State, personally appeared W.D. Faucett, who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

My commission expires

Sept. 18, 1946

Notary Public

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This is to certify that on the 8th day of July, 1944, before me, a Notary Public of the above named County and State, personally appeared V.P. Jafflin, who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

My commission expires

9/13/45

Notary Public
NORTH CAROLINA
Mecklenburg COUNTY

This is to certify that on the 8th day of July, 1944, before me, a Notary Public of the above named County and State, personally appeared R. H. Rankin, who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

My commission expires 9/13/45

Notary Public

NORTH CAROLINA
COUNTY OF Mecklenburg

This is to certify that on the 8th day of July, 1944, before me, a Notary Public in the above named County and State, personally appeared C. P. Street, who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

My commission expires 1-7-45

Notary Public
NORTH CAROLINA

Mecklenburg COUNTY

This is to certify that on the 10th day of June, 1944, before me, a Notary Public of the above named County and State, personally appeared Roy E. Hardin, who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

Virginia D. Baker
Notary Public

My commission expires
My Commission Expires March 29, 1945

NORTH CAROLINA

COUNTY OF Wake

This is to certify that on the 11th day of June, 1944, before me, a Notary Public in the above named County and State, personally appeared J. M. Barden, who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

M.M. Murray
Notary Public

My commission expires
August 25, 1945
NORTH CAROLINA


euneame lite COUNT'Y

This is to certify that on the 18th day of July, 1944, before me a Notary Public of the above named County and State, personally appeared [Signature], who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

[Signature]
Notary Public

My commission expires
My Commission Expires May 17, 1945

NORTH CAROLINA

COUNTY OF Mecklenburg

This is to certify that on the 11th day of August, 1944, before me, a Notary Public in the above named County and State, personally appeared [Signature], who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

[Signature]
Notary Public

My commission expires
My Commission Expires March 5th, 1946
NORTH CAROLINA

Mecklenburg COUNTY

This is to certify that on the 11th day of August, 1944, before me, a Notary Public of the above named County and State, personally appeared W. B. Goold, Jr., who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof, he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

My Commission expires

Margaret E. Robinson
Notary Public

My Commission Expire March 5th, 1946

NORTH CAROLINA

COUNTY OF Wake

This is to certify that on the 19th day of August, 1944, before me, a Notary Public of the above named County and State, personally appeared A. E. Finley, who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof, he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

My commission expires

Oct. 25, 1944

Notary Public
NORTH CAROLINA

Mecklenburg COUNTY

This is to certify that on the 25th day of August, 1944, before me a Notary Public of the above named County and State, personally appeared C. L. Hantz, who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof, he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

My Commission Expires
My Commission Expires July 13th, 1946

[Signature]
Notary Public

NORTH CAROLINA

COUNTY OF Mecklenburg

This is to certify that on the 27th day of August, 1944, before me, a Notary Public of the above named County and State, personally appeared J. D. Hanton, who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof, he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

My Commission Expires
My Commission Expires March 22, 1946

[Signature]
Notary Public
NORTH CAROLINA

Mecklenburg COUNTY

This is to certify that on the 31st day of August, 1944, before me, a Notary Public of the above named County and State, personally appeared ________, who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof, he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

My commission expires

[Signature]
Notary Public

November 25, 1944

NORTH CAROLINA

COUNTY OF Mecklenburg

This is to certify that on the 30th day of August, 1944, before me, a Notary Public of the above named County and State, personally appeared ________, who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof, he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

My commission expires

[Signature]
Notary Public

Jan. 14, 1946
NORTH CAROLINA

Mecklenburg COUNTY

This is to certify that on the 30th day of August, 1944, before me a Notary Public of the above named County and State, personally appeared [Name], who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof, he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

My commission expires Oct. 1, 1944

[Signature]

Notary Public

NORTH CAROLINA

Guilford COUNTY

This is to certify that on the 31st day of August, 1944, before me, a Notary Public of the above named County and State, personally appeared [Name], who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof, he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

My commission expires.

April 6th 1945

[Signature]

Notary Public
NORTH CAROLINA

MCLEAN COUNTY

This is to certify that on the 6th day of Sept., 1944, before me, a Notary Public of the above named County and State, personally appeared B. H. McDriek, who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and having first made known to him the contents thereof, he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

My commission expires
March 5, 1946

Margaret E. Robinson
Notary Public

NORTH CAROLINA

COUNTY OF DURHAM

This is to certify that on the 7th day of Sept., 1944, before me, a Notary Public of the above named County and State, personally appeared William M. Pratt, who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and having first made known to him the contents thereof, he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

My commission expires.
June 24, 1945

June M. Phillips
Notary Public
NORTH CAROLINA  
Guilford COUNTY  

This is to certify that on the 15th day of September, 1944, before me, a Notary Public of the above named County and State, personally appeared __________, who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof, he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

By commission expires

March 26, 1946

Notary Public

NORTH CAROLINA  
Mecklenburg COUNTY  

This is to certify that on the 28th day of October, 1944, before me, a Notary Public of the above named County and State, personally appeared __________, who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof, he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

By commission expires

March 5, 1946

Notary Public
NORTH CAROLINA
Mecklenburg COUNTY

This is to certify that on the 28th day of September, 1944 before me a Notary Public of the above named County and State, personally appeared Frank David, who I am satisfied is the person named in and who executed the foregoing Certificate of Incorporation of North Carolina Engineering Foundation, Inc., and I having first made known to him the contents thereof, he did acknowledge that he signed, sealed and delivered the same as his 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 day and year first above written.

My commission expires
June 10, 1945

Notary Public

(28)