

Articles of Incorporation of Walking Wise Homeschool Group

Articles of Incorporation of the undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Virginia, do hereby certify:

ARTICLE I NAME

The name of the Corporation shall be Walking Wise Homeschool Group.

ARTICLE II LOCATION

The corporation's registered office address is in Wise County, VA and located at 351 Beech Street, NW, Norton, VA 24273. Kelly Rae Showalter, a resident of Virginia, is the initial director of the corporation and maintains a business office at the initial registered office address.

ARTICLE III PURPOSE

Said corporation is organized exclusively for educational, religious, and charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The corporation does not contemplate pecuniary gain or profit, incidental or otherwise.

ARTICLE IV INITIAL DIRECTORS AND SELECTION PROCESS

The names and addresses of the persons who are the initial directors of the corporation are as follows:

Kelly Rae Showalter, President, 351 Beech Street, Norton VA, 24273
Christie Carlson, Vice President, 12996 River Lane, Coeburn, VA 24230
Amanda Dorsey, Treasurer, 126 Briggs Rd, Jonesborough, TN 37659
Sarah LaFleur, Secretary, 108 Scooter Drive, Dryden, VA, 24243
Angela Sackett, Director, 9050 Camp Bethel Road, Wise, VA 24293

The directors of the group will elect themselves.

ARTICLE V MEMBERSHIP

The corporation will not have members.

ARTICLE VI LIMITATIONS and PROHIBITIONS

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 the purposes set forth in Article Third hereof.

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 provision 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.

ARTICLE VII DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed 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 the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII CONFLICT OF INTEREST

Whenever a director or officer has a financial or personal interest in any matter coming before the board of directors, the affected person shall a) fully disclose the nature of the interest and b) withdraw from discussion, lobbying, and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested directors determine that it is in the best interest of the corporation to do so. The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval.

Kelly Rae Showalter, President

Christie Carlson, Vice President

Amanda Dorsey, Treasurer

Sarah LaFleur, Secretary

Angela Sackett, Director