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**ARTICLES OF INCORPORATION  
OF  
CAROLINA PATENT, TRADEMARK AND COPYRIGHT LAW ASSOCIATION**

The undersigned, being of the age of eighteen years or older, does make and acknowledge these Articles of Incorporation for the purpose of forming a corporation under and by virtue of the North Carolina Nonprofit Corporation Act as provided in Chapter 55A of the General Statutes of North Carolina:

1. The name of the corporation is Carolina Patent, Trademark and Copyright Law Association (the "CPTCLA").
2. The purposes for which the corporation is organized are:
  - (A) To operate exclusively for the promotion of the common business interests of the members within the meaning of Section 501(c)(6) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue laws (the "Code"); and
  - (B) To engage in any lawful activity for which corporations may be organized under Chapter 55A of the General Statutes of North Carolina so long as the corporation does not engage in any activity or activities not in furtherance of one or more tax exempt purposes as contemplated in section 501(c)(6) of the Code.
3. The corporation shall have members with the rights and privileges as set forth in the bylaws of the corporation.
4. The method of election of the Directors shall be set forth in the bylaws of the corporation.
5. No part of the net earnings of the corporation shall be distributable to or inure to the benefit of its officers or Directors or any private person, except that the corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its exempt purposes. Notwithstanding any other provision hereof, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(6) of the Code.
6. In the event of termination, dissolution or winding up of the affairs of the corporation in any manner or for any reason whatsoever, the Directors shall, after paying or making provision for payment of all liabilities of the corporation, distribute all of the remaining assets of the corporation as such Directors may determine among one or more organizations which are then organized and operated for exempt purposes and qualified

as exempt organizations under Sections 501(c)(6) or 501(c)(3) of the Code or to federal, state and local governments to be used exclusively for public purposes or as otherwise permitted by law.

7. The address of the initial registered office of the corporation is 111 Corning Road, Suite 250, Cary, North Carolina 27511. The name of the initial registered agent of the corporation at such address is Mitchell Bigel.
8. The address of the initial principal office of the corporation is 111 Corning Road, Suite 250, Cary, North Carolina 27511.
9. The number of persons constituting the initial Board of Directors of the corporation shall be four (4) and the persons who are to serve as the initial Directors, together with their addresses, are as follows:

<u>Name</u>	<u>Address</u>
Jason P. Cooper	P.O. Drawer 34009 Charlotte, N.C. 28334
Mark C. Dukes	1122 Lady Street, Ste 810 Columbia, SC 29201
Michael A. Mann	P.O. Drawer 2426 Columbia, SC 29202
Chad D. Tillman	100 North Tryon Street, Ste 4200 Charlotte, N.C. 28202

10. To the full extent from time to time permitted by law, no person who is serving or who has served as a Director of the Corporation shall be personally liable for any action for monetary damages for breach of his or her duty as a Director, whether such action is brought by or in the right of the corporation or otherwise. Neither the amendment or repeal of this Article, nor the adoption of any provision of these Articles of Incorporation inconsistent with this Article, shall eliminate or reduce the protection afforded by this Article to a Director of the corporation with respect to any matter which occurred, or any cause of action, suit or claim which but for this Article would have accrued or arisen, prior to such amendment, repeal or adoption.

11. The name and address of the incorporator are Ranlet S. Bell, 200 W. 2<sup>nd</sup> Street, Suite 1700, Winston-Salem, Forsyth County, North Carolina 27101.

*IN WITNESS WHEREOF*, the incorporator has hereunto set her hand and seal this 21<sup>st</sup> day of February, 2001.

Ranlet S. Bell (SEAL)  
Ranlet S. Bell, Incorporator