

**ARTICLES OF INCORPORATION OF  
MISSISSIPPI VALLEY STATE UNIVERSITY  
JAMES HERBERT WHITE (J. H. WHITE) FOUNDATION, INC.**

The undersigned incorporator is an individual 18 years of age or older and adopts the following articles of incorporation to form a nonprofit corporation.

**ARTICLE I — NAME**

The name of this corporation shall be MISSISSIPPI VALLEY STATE UNIVERSITY JAMES HERBERT WHITE (J. H. WHITE) FOUNDATION, INC. (the “Foundation”).

**ARTICLE II — REGISTERED OFFICE ADDRESS**

The street address of the Foundation’s initial registered office is 1206 Walnut Street, Greenwood, MS 38930. The name of its initial registered agent at that office is Jean Cadney.

**ARTICLE III — PURPOSE**

The Foundation is an organization operated exclusively for charitable, religious, educational, and scientific purposes as specified in Section 501(c)(3) of the Internal Revenue Code of 1986, 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 of 1986, or the corresponding provision of any future federal tax code.

The purpose of the Foundation is to provide program and activity support to Mississippi Valley State University and to invest, manage, and recognize private gifts and administer scholarships for students of Mississippi Valley State University.

**ARTICLE IV — EXEMPTION REQUIREMENTS**

At all times the following shall operate as conditions restricting the operations and activities of the Foundation:

1. No part of the net earnings of the Foundation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Foundation 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 III hereof.
2. No substantial part of the activities of the Foundation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Foundation 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.
3. Notwithstanding any other provision of these articles, this Foundation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue

Code of 1986 or the corresponding provision of any future tax code.

#### ARTICLE V — MEMBERSHIP/BOARD OF DIRECTORS

Membership shall consist of the Board of Directors. The eligibility, rights and obligations of the Board of Directors will be determined by the Foundation's bylaws.

The management of the affairs of the Foundation shall be vested in a Board of Directors, as defined by the Foundation's bylaws. No director shall have any right, title, or interest in or to any property of the Foundation.

#### ARTICLE VI — PERSONAL LIABILITY

No member, officer, or director of this Foundation shall be personally liable for the debts or obligations of this Foundation of any nature whatsoever, nor shall any of the property of the members, officers, or directors be subject to the payment of the debts or obligations of this Foundation.

#### ARTICLE VII - DURATION/DISSOLUTION

The period of duration of the Foundation shall be perpetual until dissolution.

Upon the dissolution of the Foundation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Foundation, dispose of all the assets of the Foundation exclusively for the purposes of the Foundation in such manner as the Board of Directors shall determine, or to such Foundation or Foundations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt Foundation or Foundations under Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future tax code. Any such assets not so disposed of shall be disposed of by the chancery court of the county in which the domicile of the Foundation is then located, exclusively for such purposes to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

#### ARTICLE VIII – INCORPORATOR

The name and address of the incorporator is Jean Cadney, 1206 Walnut Street, Greenwood, MS 38930.

In witness whereof, I, the undersigned, have hereunto subscribed my name for the purpose of forming the Foundation under the laws of the State of Mississippi and certify I executed these Articles of Incorporation this the \_\_\_ day of \_\_\_\_\_, 2020.

BY: \_\_\_\_\_  
Jean Cadney, Incorporator  
1206 Walnut Street  
Greenwood, MS 38930