

ATLANTIC AVENUE ASSOCIATION
ARTICLES OF INCORPORATION

VIRGINIA NONSTOCK CORPORATION

The undersigned, pursuant to Chapter 10 of Title 13.1 of the Code of Virginia, states as follows:

ARTICLE ONE

The name of this corporation shall be Atlantic Avenue Association.

ARTICLE TWO

The corporation shall have one or more classes of members with such designations, qualifications, and rights as set forth in the bylaws.

ARTICLE THREE

The Board of Directors shall be elected by the members.

ARTICLE FOUR

- A. The name of the corporation's initial registered agent is George Kotarides
- B. The initial registered agent is an individual who is a resident of Virginia and an initial director of the corporation.

ARTICLE FIVE

- A. The corporation's initial registered office address, which is identical to the business office of the initial registered agent, is PO Box: Box 825, Virginia Beach 23451.
- B. The registered office is physically located in the City of Virginia Beach.

ARTICLE SIX

The period of duration of the Corporation is perpetual, unless otherwise liquidated, dissolved, or merged as permitted by applicable law.

ARTICLE SEVEN

The purposes for which the Corporation is organized are: To promote and improve the general welfare, safety and awareness of the area designated as Atlantic Avenue in Virginia Beach and to promote the common interests of the resort community located therein. To conduct and carry on exclusively as a "social welfare association" in a manner consistent with section 501(c)4 of the Internal Revenue Code of 1986 (the "Code") and any Treasury Regulations promulgated thereunder. Subject always to the provisions of this Article Eight, the Corporation shall engage in activities as a social welfare organization and other non-profitable purposes, the Corporation shall not engage in a regular business of a kind ordinarily carried on for profit. The Corporation shall have and exercise all powers conferred by the laws of the Commonwealth of Virginia upon corporations formed under, and may engage in any lawful act or activity, not in conflict with the foregoing, for which the Corporation may be formed under the Virginia Non-Stock Corporation Act. The Corporation is incorporating for liability purposes. Notwithstanding any provision of these Articles to the contrary, no part of the net earnings of the Corporation shall inure to the benefit of any private shareholder or individual.

ARTICLE EIGHT

All of the property of the Corporation and accumulations thereof shall be held and administered to effectuate its purposes. In the case of the liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary or by operation of law, any disposition made of the assets or properties of the Corporation shall be such as is calculated to exclusively carry out the purposes for which it is formed as set forth in Article Eight.

ARTICLE NINE

These Articles of Incorporation may be amended by the Board of Directors in the manner set forth in the Bylaws of this corporation.

The undersigned, being the Incorporator of this corporation, for the purpose of forming this nonprofit corporation under the laws of the Commonwealth of Virginia, has executed these Articles of Incorporation, this 6 day of May, 2019.

INCORPORATOR:



George Kotarides

Amended and Restated May 2019