

ARTICLES OF INCORPORATION OF BETTER CHOICE OF LIVING
A NON-PROFIT ORGANIZATION

ARTICLE I
NAME/REGISTERED OFFICE

The name of this organization shall be: BETTER CHOICE OF LIVING. The corporation's registered office is located: Physical meeting location is 110 Red River St., Clarksville, TN 37040. The mailing address is: 110 Red River St., Clarksville, TN 37040.

ARTICLE II

This organization is organized exclusively for charitable, religious, educational, and scientific 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 corresponding section of any future federal tax code. Purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended including, for such purposes, the making of distributions to organizations that also qualify as Section 501 (c) (3) exempt organizations. To this end the corporation shall have fund raisers featuring member talent, apply for grants, to provide a means of using human resource and talents to provide a better choice of living for the disadvantaged, senior citizens and the disabled. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purpose.

ARTICLE III
LIMITATIONS

At all times the following shall operate as conditions restricting the operations and activities of the corporation.

1. No part of the net earnings of the corporation shall inure to any member of the corporation not qualifying as exempt under the Section 501(c) (3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the corporation, nor to any other private persons, excepting solely such reasonable compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation.

2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in, (including publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office, and

3. Notwithstanding any other provision of these articles, 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) (3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

4. The corporation shall not lend any of its assets to any officer or director of this corporation (unless such loan program is regularly conducted as part of the activities of the organization and the qualification of the individual to participate in the same is determined by a panel comprised solely of no-Board members!!), or guarantee to any person the payment of a loan by the officer or director of this corporation.

ARTICLE IV DIRECTORS/MEMBERS

The management and affairs of the corporation shall be at times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by-laws. No Director or member shall have any right, title, or interest in or to any property of the corporation.

ARTICLE V DEBT OBLIGATIONS AND PERSONAL LIABILITY

No member, officer or Director of the corporation shall be personally liable for the debts or obligations of this corporation 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 corporation.

ARTICLE VI DISSOLUTION

Upon the time of dissolution of the corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, 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 public purpose. All assets remaining after the meeting of any outstanding debts or obligations shall be disseminated to other non-profit organizations. Any such assets not so disposed of shall be disposed of by the 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 is organized and operated exclusively for such purposes.

ARTICLE VII INCORPORATION

The Incorporators of this organization are:

Doris M. Witherspoon, Founder: Address: 513 Helton Dr. Clarksville, TN 37043

Joyra E. Rook Vargas, President/CEO: Address: 3727 Cindy Jo Dr., Clarksville, TN 37040

The undersigned incorporators certify both execute these Articles for the purpose herein stated.

****The original signatures are on file at BCOL Headquarters****