

ARTICLES OF INCORPORATION

OF

MAKERSMITHS INC.

Pursuant to the authority contained in the Virginia Nonstock Corporation Act, Section 13.1-801 et seq., VA. Code Ann., we hereby associate to form a nonprofit, nonstock corporation and file these Articles of Incorporation pursuant to the laws of the Commonwealth of Virginia.

ARTICLE I

NAME

The name of the corporation shall be "MAKERSMITHS INC."; hereinafter referred to as "Corporation."

ARTICLE II

PURPOSE

- (A) The Corporation is organized exclusively for educational and scientific purposes within the meaning of section 501(c) (3) of the Internal Revenue Code, and its mission is to provide a community workshop where people can learn, teach and collaborate on creative and technical works, and to promote the usefulness of competence in the technical arts to the public; and by serving as a center of information about the technical arts for members, schools, other interested groups and the general public.
- (B) To further the purposes set forth herein, the Corporation may engage in any lawful act or activity for which nonprofit, nonstock corporations may be organized under the laws of Virginia. The Corporation shall have all of the powers granted to corporations under the laws of the Commonwealth of Virginia.

ARTICLE III

REGISTERED OFFICE

The address of the initial registered office of the Corporation shall be 803 Lennon Ct SE, Leesburg, VA 20175. The registered office is physically located in the County of Loudoun.

ARTICLE IV

REGISTERED AGENT

The initial registered agent for the Corporation shall be Patrick Scannell, who is a resident of Virginia and a member of the initial board of directors of the Corporation, and whose business address is identical with that of the initial registered office.

ARTICLE V

MEMBERS

The Corporation shall have such class or classes of Members as shall be designated in the Bylaws of the Corporation as amended from time to time, which shall designate the class or classes of Members, state the qualifications and rights of the Members of each class, and confer, limit, or deny the right to vote.

ARTICLE VI

BOARD OF DIRECTORS

- (A) Initial Directors as set forth in Article VII hereof, are appointed. Additional Directors may be elected at any time by a unanimous vote of the serving Directors. All other matters pertaining to Directors, including number, qualifications, terms, groups, eligibility and elections shall be prescribed by the Bylaws of the Corporation.
- (B) The Board of Directors shall adopt the initial Bylaws of the Corporation and the Board of Directors shall have the power to alter, amend or repeal the same or adopt new Bylaws.
- (C) The management of the business and the conduct of the affairs of the Corporation are vested in its Board of Directors.

ARTICLE VII

INITIAL DIRECTORS

The initial directors shall be:

Patrick Scannell	803 Lennon Ct SE, Leesburg, VA 20175
George Callaghan	19928 Evergreen Mill Rd, Leesburg VA 20175
Knute Bidne	513 Beauregarde Dr SE, Leesburg, VA 20175
Brandon Bullis	1826 Woods Edge Dr NE, Leesburg, VA 20176

ARTICLE VIII

EXEMPTION REQUIREMENTS

- (A) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 II hereof.

- (B) 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.
- (C) 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 IX

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 IX

AMENDMENTS

These Articles of Incorporation may be amended under the provision of Chapter 10 of Title 13.1 of the Code of Virginia, except that no amendment may authorize the Corporation's Directors to conduct the Corporation's affairs in any manner or for any purpose contrary to the provisions of Code section 501(c).

ARTICLE X

INCORPORATOR In witness whereof, I have hereunto subscribed my name this 26th day of September, 2014.



Patrick Scannell, Incorporator