

Filing Fee: \$50.00



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Division of Business Services
148 W. River Street
Providence, Rhode Island 02904-2615

NON-PROFIT CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

2012 JUL -6 AM 10:37
SECRETARY OF STATE
CORPORATIONS DIV

Pursuant to the provisions of Section 7-6-74 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign non-profit corporation hereby applies for a Certificate of Authority to conduct affairs in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is AMERICAN MAJORITY, INC.

2. It is incorporated under the laws of COMMONWEATH OF VIRGINIA

3. The date of its incorporation is DECEMBER 3, 2007

4. The address of its principal office is 17341 PICKWICK DRIVE, SUITE A
PURCELLVILLE, VA 20132

5. The address of its proposed registered office in Rhode Island is ONE TURKS HEAD PLACE, 76 WESTMINSTER STREET
(Street Address, not P.O. Box)

PROVIDENCE, RI 02903 and the name of its proposed registered agent in Rhode Island at
(City/Town) (Zip Code)

that address is COLLEEN CONLEY
(Name of Agent)

6. The specific purpose or purposes which it proposes to pursue in conducting its affairs in Rhode Island are:
AMERICAN MAJORITY'S PURPOSE IS TO CREATE A NATIONAL POLITICAL TRAINING INSTITUTE TO EDUCATE
AND EQUIP A NATIONAL NETWORK OF LEADERS COMMITTED TO INDIVIDUAL FREEDOM THROUGH LIMITED
GOVERNMENT AND THE FREE MARKET. AMERICAN MAJORITY WILL ENCOURAGE AND EQUIP CITIZENS TO
SERVE THEIR COMMUNITIES BY RUNNING FOR PUBLIC OFFICE AT THE STATE AND LOCAL LEVEL.

FILED

1037

JUL 06 2012

BY RL 174353



**COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION**

**ARTICLES OF INCORPORATION  
OF  
AMERICAN MAJORITY, INC.  
(Virginia Nonstock Corporation)**

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

1. The name of the corporation is American Majority, Inc. (the "Corporation").
2. The Corporation is organized exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as now in effect or as may hereafter be amended (the "Code"). The purpose for which the Corporation is formed is to create a national political training institute dedicated to recruiting, identifying, training and mentoring potential political leaders.

In furtherance thereof, the Corporation may receive property by gift, devise or bequest, invest and reinvest the same, and apply the income and principal thereof and engage in any lawful act or activity for which corporations may be organized under the Virginia Nonstock Corporation Act within the meaning of section 501(c)(3) of the Code or any successor provision.

In furtherance of its exclusively charitable and educational corporate purposes, the Corporation shall have all the general powers enumerated in Section 13.1-826 of the Virginia Nonstock Corporation Act as now in effect or as may hereafter be amended together with the power to solicit grants and contributions for such purposes.

3. The Corporation shall have no members.
4. The number of directors constituting the entire Board will not be less than one. The initial Board of Directors shall be one director who shall be elected or appointed as provided by the Corporation's Bylaws. The number of directors may be increased or decreased from time to time, but there shall be at least one director at all times. Subsequent directors shall be elected or appointed by the existing Board of Directors in accordance with the Bylaws.
5. The name of the Corporation's initial registered agent is Corporation Service Company. The initial registered agent is a foreign stock corporation authorized to transact business in Virginia.
6. The Corporation's initial registered office address, including the street and number, which is identical to the business office of the initial registered agent, is 11 South 12<sup>th</sup> Street, PO Box 1463, Richmond, VA 23218. The registered office is physically located in the city of Richmond.

7. The names and addresses, including street and number of the persons who are to serve as the initial Board of Directors are as follows:

Nathaniel C. Ryun

608 S Maple Ave  
Parcellville, VA 20132

- 8 Provisions for the regulation of the internal affairs of the Corporation, including provisions for distribution of assets on dissolution or final liquidation are as follows:

A No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to any director or officer of the Corporation, or any other private person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to or for the Corporation and to make payments and distributions in furtherance of the purposes set forth in Article two hereof

B No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise permitted by section 501(h) of the Code, and in any corresponding laws of the Commonwealth of Virginia), and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements concerning) any political campaign on behalf of (or in opposition to) any candidate for public office.

C. During such period, or periods, of time as the Corporation is treated as a private foundation pursuant to section 509 of the Code, the directors must distribute the Corporation's income at such time and in such manner so as not to subject the Corporation to tax under section 4942 of the Code, and the Corporation is prohibited from engaging in any act of self-dealing (as defined in section 4941(d) of the Code), from retaining any excess business holdings (as defined in section 4943(c) of the Code) that would subject the Corporation to tax under section 4943 of the Code, from making any investments or otherwise acquiring assets in such manner so as to subject the Corporation to tax under section 4944 of the Code, from retaining any assets which would subject the Corporation to tax under section 4944 of the Code if the directors have acquired such assets, and from making any taxable expenditures (as defined in section 4945(d) of the Code)

D. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not directly or indirectly carry on any activity which would prevent it from obtaining exemption from federal income taxation as a corporation described in section 501(c)(3) of the Code, or cause it to lose such exempt status, or carry on any activity not permitted to be carried on by a corporation, contributions to which are deductible under section 170(c)(2) of the Code (or the corresponding section of any future tax code) In the event of dissolution or final liquidation of the Corporation, all remaining assets and property shall, after paying or making provision for the payment of all of the liabilities and obligations of the Corporation and for necessary expenses thereof, be distributed to such organization or organizations organized and operated exclusively for charitable or educational purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Code, as the Board of Directors shall determine In no event shall any of such assets or property be distributed to any director or officer or any private individual

IN WITNESS WHEREOF, the undersigned has hereunto subscribed his name this 29<sup>th</sup>  
day of November, 2007.

  
\_\_\_\_\_  
Nathaniel C. Ryun  
Incorporator

**COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION**

**AT RICHMOND, DECEMBER 3, 2007**

The State Corporation Commission has found the accompanying articles submitted on behalf of  
**American Majority, Inc.**

to comply with the requirements of law, and confirms payment of all required fees. Therefore, it  
is ORDERED that this

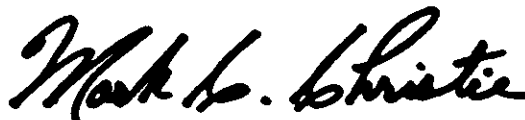
**CERTIFICATE OF INCORPORATION**

be issued and admitted to record with the articles of incorporation in the Office of the Clerk of  
the Commission, effective December 3, 2007.

The corporation is granted the authority conferred on it by law in accordance with the articles,  
subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By



Commissioner

# Commonwealth of Virginia



## State Corporation Commission

*I Certify the Following from the Records of the Commission:*

The foregoing is a true copy of all documents constituting the charter of American Majority, Inc. on file in the Clerk's Office of the Commission.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:  
June 22, 2012*

*Joel H. Peck*  
\_\_\_\_\_  
*Joel H. Peck, Clerk of the Commission*



# State of Rhode Island and Providence Plantations

**A. Ralph Mollis**

*Secretary of State*

## STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island  
and Providence Plantations, hereby certify that this document, duly  
executed in accordance with the provisions of Title 7 of the General Laws  
of Rhode Island, as amended, has been filed in this office on this day:

A handwritten signature in black ink that reads "A. Ralph Mollis".

A. RALPH MOLLIS

*Secretary of State*

