STATE OF VERMONT

OFFICE OF SECRETARY OF STATE

CERTIFICATE OF RECORD

I, James C. Condos, Secretary of State of the State of Vermont, do hereby certify that the attached document is a true copy of the

ARTICLES OF INCORPORATION

of

MORRISVILLE FOOD COOP

as recorded by this office on August 6, 2013

January 8, 2014

Given under my hand and the seal
of the State of Vermont, at
Montpelier, the State Capital

James C. Condos
Secretary of State

File No.: **N-33378-0**
Business ID: **0281545**

N 333780

Articles of Incorporation Form

Nonprofits and Cooperatives

Vermont Secretary of State, 128 State Street, Montpelier, VT 05633-1104 (802-828-2386)

CORPORATION NAME: Name must end with a proper corporate ending such as "incorporated"

MORRISVILLE FOOD COOP

Alternate name choice (if first name is not available)

MORRISVILLE FOOD ~~COOP~~ COOPERATIVE

Registered agent's name

TIMOTHY W. SARGENT, ESQ.

Registered agent's address in Vermont: (street, city and zip)

29 BRIDGE STREET, PO BOX 696

MORRISVILLE, VT 05661

Principal office address: (street, city, state and zip code)

43 PORTLAND STREET, PO BOX 1370

MORRISVILLE, VT 05661

Please check only one box: ○ **Public Benefit (T.11B)** ○ **Mutual Benefit (T.11B)**

Cooperatives are required to include additional information in these articles - please refer to proper statute.

○ **Worker Cooperative (T.11,Ch 8)** ○ **Housing Co-op (T.11,Ch 14)** ○ **Marketing Co-op (T.11,Ch 7)**

◉ **Consumer Co-op (T.11,Ch 7)** ○ **Railroad Co-op (T.11,Ch 7)**

Number of required directors: Public or Mutual benefit corporations (at least 3)
Marketing co-op (at least 5) Worker, Housing, Consumer or Railroad co-op (at least 3)

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DIRECTOR'S NAMES AND ADDRESSES :

1.	PETER CHRISTIE	424 BEAVER MEADOW ROAD, MORRISVILLE, VT 05661
2	JACKIE CASSINO	467 EAST HILL ROAD, WOLCOTT, VT 05680
3.	SUSANNA KEEFER	1566 UPPER FRENCH HILL ROAD, JOHNSON, VT 05656
4.	SUSAN TITTERTON	2367 ELMORE MOUNTAIN ROAD, MORRISVILLE, VT 05661
5.	TIMOTHY SARGENT	29 BRIDGE STREET, MORRISVILLE, VT 05661

MEMBER'S NAMES AND ADDRESSES:

1.	PETER CHRISTIE	424 BEAVER MEADOW ROAD, MORRISVILLE, VT 05661
2	JACKIE CASSINO	467 EAST HILL ROAD, WOLCOTT, VT 05680
3.	TIMOTHY SARGENT	29 BRIDGE STREET, MORRISVILLE, VT 05661

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(Officers: Unless otherwise stated in the articles a non-profit shall have a president, a secretary, a treasurer, and other officer(s) as appointed by the directors. The same individual may hold all offices except the office of pres & sec)

IRS will likely require you to include, in these articles, certain provisions to obtain 501(c)(3) tax exemption. To include these provisions check each box that you want included or attach a separate addendum page.

For more information contact IRS.

☐ **PURPOSE:**

(A corporation is considered to be doing any lawful purpose without being limited to one or more of the following: charitable, benevolent; educational; civic; patriotic; political; religious; social; fraternal; literary; cultural; athletic; scientific; agricultural; horiticultural; animal husbandry; professional; commercial; industrial or trade assn.)

☐ **No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, officers, directors or other private persons, except to pay reasonable compensation for services rendered.**

☐ **No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the publishing or distribution of statements for any political campaign on behalf of any candidate for public office.**

☐ **Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax of the IRS code.**

☐ **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 IRS code, or corresponding section of any future federal tax code, or shall be distributed to the federal, state or local government for a public purpose. Any such assets not disposed of shall be disposed of by the Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization(s) as said Court shall determine, which are organized and operated exclusively for such purposes.**

State specific dissolution provisions here, if applicable:

(*) Optional information

***Anticipated paid staff after (one) 1 Year:** No response

***Anticipated budget after (one) 1 Year:** No response

***Anticipated volunteer staff after (one) 1 Year:** No response

*** Do you plan to apply for tax-exempt status with the IRS? ○ Yes ◉ No**

Incorporators Printed Name & Signature:

TIMOTHY W. SARGENT, ESQ. Tim Sarg

Incorporators postal address

PO BOX 696, MORRISVILLE, VT 05661

Nonprofit corporations are required to file a biennial report the year following incorporation, then every 2 years thereafter, between Jan 1 & Apr 1.

FEES: Non-profit corporation ($125.00);Marketing Co-op ($20.00); Other co-ops ($20.00)

If a delayed effective date is not specified, it is effective the date it is approved. A delayed date cannot be later than 90 days after the filing.
File in duplicate with a self-addressed envlelope.

Email address or phone contact: TIM@SARGENTLAWVT.COM

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Addendum to Articles of Incorporation

Title 11, Section 995(6)

The Morrisville Food Coop will be organized without capital stock and the property rights and interest of the members will be equal. This provision or paragraph of the certificate of organization shall not be altered, amended, or replaced except by written consent or vote representing 3/4s of the members.

Title 11, Section 995(9)

The articles of incorporation for the Morrisville Food Coop shall provide that the members thereof shall the right to vote in person or alternate only and not by proxy or otherwise. This provision of the articles of incorporation shall not be altered and shall not be subject to amendment.

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