

## **RICOWI Foundation, Inc.**

### **Articles of Incorporation**

The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Ohio, do hereby certify:

Article I **Name:** The Name of the Corporation shall be the RICOWI Foundation, Inc.

Article II **Address:** The place in this state where the principal or registered office of the RICOWI Foundation Corporation is to be located in the City of New Franklin, County of Summit and at the street address 6314 Kungle Rd., New Franklin, OH 44216.

Article III **Purpose:** Said corporation is organized exclusively for charitable, 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 the corresponding section of any future federal tax code.

Article IV **Members:** Every member of RICOWI, Inc. is a member of the RICOWI Foundation, Inc.

Article V **Director Selection:** Directors are selected from current members.

Article VI **Registered Agent:**

**A.** Joan T. Cook will serve as the registered Agent.

**B.** Ms. Cook resides at 6314 Kungle Rd., New Franklin, OH, and will be present at that address during normal business hours.

**Article VII Directors:**

**Chair: Annette Sindar**  
**Eagle Roofing Products, Inc.**  
**3546 N. Riverside Ave.**  
**Rialto, CA 92377**

**Vice Chair: Eric Velliquette**  
**Lakeside Construction Fasteners**  
**6476 HWY 135 North**  
**Paragould, AR 72450**

**Treasurer: Michael Ennis**  
**Single Ply Roofing Industry**  
**1100 Rosehill Rd.**  
**Reynoldsburg, OH 43068**

**Secretary: Michael Schroeder**  
**Amtech Solutions**  
**1508 Plume Grass Place**  
**Round Rock, TX 78665**

**Directors:**

**William Morgan**  
**Malarkey Roofing Products**  
**3131 N. Columbia Blvd.**  
**Portland, OR 97217**

**Richard Olson**  
**Tile Roofing Industry**  
**PO Box 40337**  
**Eugene, OR 97404-0049**

**Douglas Thagard**  
**Fontana Paper Mills, Inc.**  
**13733 Valley Blvd.**  
**Fontana, CA 92335**

Article VIII 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 III hereof. 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. 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 Upon dissolution of the RICOWI Foundation, provision shall be made for payment of all bills and obligations, current or future and a plan adopted for distribution of any excess funds. All such excess funds remaining after payment of bills and obligations shall be dedicated exclusively to purposes enumerated in Section 501(c) (3) of the Internal Revenue Code of 1954, as amended. The remaining Board members shall endeavor to distribute remaining funds to organizations which are exempt from federal income taxation under Section 501(c) (3) or 501(c) (6) and which are engaged in activities related to the roofing industry or to such other organizations operating exclusively for charitable, religious, educational or scientific purposes as shall at that time qualify as exempt organizations under Section 501(c) (6) or 501(c) (3). Any of such assets not so disposed of shall be disposed of by the Circuit Court of the County in which the principal office of the RICOWI Foundation is then located, exclusively for such purposes, or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article X Incorporators: In witness whereof, we have hereunto subscribed our names  
this 7<sup>th</sup> Day of August, 2017.

  Annette Sindar  

Annette Sindar, Chair



Eric Velliquette, Vice Chair



Michael Schroeder, Secretary



Michael Ennis, Treasurer