



NORTH CAROLINA

Department of the Secretary of State

To all whom these presents shall come, Greetings:

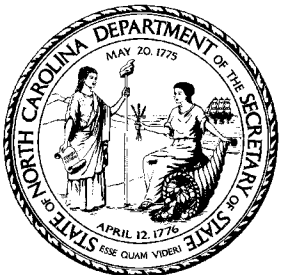
I, Elaine F. Marshall, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF RESTATEMENT

OF

NORTH CAROLINA REGISTRY OF INTERPRETERS FOR THE DEAF

the original of which was filed in this office on the 14th day of July, 2020.



Scan to verify online.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 14th day of July, 2020.

Elaine F. Marshall

Secretary of State

State of North Carolina
Department of the Secretary of State

ARTICLES OF RESTATEMENT
FOR NONPROFIT CORPORATION

Pursuant to §55A-10-06 of the General Statutes of North Carolina, the undersigned corporation hereby submits the following for the purpose of restating its Articles of Incorporation.

1. The name of the corporation is: NORTH CAROLINA REGISTRY OF INTERPRETERS FOR THE DEAF.
2. The text of the Restated Articles of Incorporation is attached.
3. (Check a, b, c, and/or d, as applicable.)
 - a. These Restated Articles of Incorporation were adopted by the board of directors and do not contain an amendment.
 - b. These Restated Articles of Incorporation were adopted by the board of directors and contain an amendment not requiring member approval. (Set forth a brief explanation of why member approval was not required for such amendment.)
 - c. These Restated Articles of Incorporation contain an amendment requiring member approval, and member approval was obtained as required by Chapter 55A of the North Carolina General Statutes.
 - d. These Restated Articles of Incorporation contain an amendment requiring approval by a person whose approval is required pursuant to N.C.G.S. §55A-10-30, and such approval was obtained.
4. These articles will be effective upon filing, unless a delayed date and/or time is specified: _____

This the 10 day of July, 2020.

NORTH CAROLINA REGISTRY OF INTERPRETERS FOR THE DEAF

Name of Corporation



Signature

Antwan Campbell, President

Type or Print Name and Title

Notes:

1. Filing fee is \$10, unless the Restated Articles of Incorporation include an amendment, in which case the filing fee is \$25.
2. This document must be filed with the Secretary of State.

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
NORTH CAROLINA REGISTRY OF INTERPRETERS FOR THE DEAF

A NON-PROFIT CORPORATION**

Pursuant to Article 2 of Chapter 55A of the North Carolina General Statutes, the undersigned, NORTH CAROLINA REGISTRY OF INTERPRETERS FOR THE DEAF, a North Carolina non-profit corporation (the "Corporation"), does hereby cause these Amended and Restated Articles of Incorporation to be executed in its corporate name, and submits the same for the purpose of amending and restating its Articles of Incorporation:

ARTICLE I

The name of the Corporation is North Carolina Registry of Interpreters for the Deaf.

ARTICLE II

The period of duration of the Corporation shall be perpetual.

ARTICLE III

The Corporation is a "charitable or religious corporation" as defined in N.C. Gen. Stat. §55A-1-40(4).

ARTICLE IV

The Corporation is organized exclusively for religious, charitable, scientific, literary, and educational purposes, including more specifically the following:

- (a) To engage in activities of a religious, charitable, scientific, literary or educational nature, within the meaning of Section 501(c)(3) of the Internal Revenue Code;
- (b) To provide an effective organization of interpreters to be used by and for the deaf, hard of hearing and deaf-blind individuals, as well as the general public, for all purposes where interpreters would be beneficial or required by law;
- (c) To provide resources for the procurement/hiring of interpreters for deaf individuals;
- (d) To establish standards for interpreters on the state level, as outlined in the Code of Professional Conduct from the Registry of Interpreters for the Deaf;

(e) To exchange ideas, opinions and experience concerning interpreting;

(f) To encourage those individuals who are interested in entering the field of interpreting;

(g) To work in close cooperation with the North Carolina Association of the Deaf, Division of Services for the Deaf and Hard of Hearing, Department of Public Instruction and North Carolina Interpreter and Transliterator Licensing Board;

(h) To promote the professional development of interpreters in North Carolina in accord with the aims and mission of the Registry of Interpreters for the Deaf;

(i) To commit to providing ethical, high-quality interpreting services and to the continuous professional development of the members;

(j) To make distributions to other organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code;

(k) To perform such other religious, charitable, scientific, literary, or educational activities as may be necessary or appropriate to the furtherance of the stated purposes of the Corporation; and

(l) In the performance of its stated charitable purposes, to engage in any other lawful activity permitted by or contemplated under Chapter 55A of the General Statutes of North Carolina.

ARTICLE V

The Corporation shall have members in accordance with the provisions of the bylaws of the Corporation.

ARTICLE VI

The Board of Directors of the Corporation shall consist of those persons as may be elected to the Board of Directors from time to time in accordance with the provisions of the bylaws of the Corporation.

ARTICLE VII

No part of the net earnings of the Corporation shall be distributable to or inure to the benefit of its officers or directors or any private person, except that the Corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its exempt purposes. No substantial part of the activities of the Corporation shall

be the carrying on of propaganda, or otherwise attempting to influence legislation (except to the extent permitted by Section 501(h) of the Internal Revenue Code (the "Code")), and the Corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office, including the publication or distribution of statements. Notwithstanding any other provision hereof, 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 Code or to which contributions are deductible under Section 170(c)(2) of the Code.

ARTICLE VIII

Upon the dissolution of the Corporation, the Board of Directors of the Corporation shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for charitable, educational, religious, literary, or scientific purposes as shall at the time qualify as exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as the Board of Directors shall determine. Any such assets not so disposed of shall be transferred to the Registry of Interpreters for the Deaf, Inc.

ARTICLE IX

Any person who at any time serves or has served as a director or officer of the Corporation, or in such capacity at the request of the Corporation for any other corporation, partnership, joint venture, trust, or other enterprise, shall have the right to be indemnified by the Corporation to the fullest extent required or permitted by Part 5 of Article 8 of Chapter 55A of the General Statutes of North Carolina as from time to time amended against all claims, liabilities, damages, obligations, payments, and expenses for which indemnification is permitted by the said statute, including, without limitation, (a) reasonable expenses, including attorneys' fees, actually and necessarily incurred by such person in connection with any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, and whether or not brought by or on behalf of the Corporation, seeking to hold such person liable by reason of the fact that such person is or was acting in such capacity, and (b) reasonable payments by such person in satisfaction of any judgment, decree, fine, penalty, or settlement for which such person may have become liable in such action, suit, or proceeding. Neither the amendment or repeal of this Article, nor the adoption of any provision of these Articles of Incorporation or of the bylaws of the Corporation inconsistent with this Article, shall eliminate or reduce the protection provided by this Article with respect to any matter that occurred, or any cause of action, suit, or claim which but for this Article would have accrued or arisen, prior to such amendment, repeal, or adoption. Any person who at any time serves in the aforesaid capacity for or on behalf of the Corporation shall be deemed to be doing so or to have done so in reliance upon, and as consideration for, the right of indemnification provided herein. The rights described in this Article shall inure to the benefit of the estate and legal representatives of each such person and shall not be exclusive of any other rights to which such person may be entitled apart from the provisions of this Article.

ARTICLE X

The Corporation has no principal office.

ARTICLE XI

The street address and county of the registered office of the Corporation is 235 N. Edgeworth Street, Greensboro, Guilford County, North Carolina 27401. The name of the registered agent of the Corporation at such address is CR Services, LLC. The mailing address of the registered office is Post Office Box 540, Greensboro, Guilford County, North Carolina 27402.

ARTICLE XII

These Amended and Restated Articles of Incorporation shall become effective upon filing in the Office of the North Carolina Secretary of State.

IN WITNESS WHEREOF, the Corporation has caused these Amended and Restated Articles of Incorporation to be executed in its name by its President on the 10 day of July, 2020.

North Carolina Registry of Interpreters for the Deaf

By: 

Antwan Campbell, President

DOC # 01677993