

**RGV ROLLER**

A TEXAS Non-profit Corporation

**ARTICLES OF**

**INCORPORATION**

**ARTICLE I**

**NAME**

**1.01 Name**

The name of this corporation shall be RGV ROLLER. The business of the corporation may be conducted as RGV ROLLER.

**ARTICLE II**

**DURATION**

**2.01 Duration**

The period of duration of the corporation is perpetual.

**ARTICLE III**

**PURPOSE**

**3.01 Purpose**

RGV ROLLER is a non-profit corporation and shall operate exclusively for

Educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

***RGV ROLLER is established to*** *grow the sport of hockey and roller skating in our border community. To knock down financial and cultural barriers while bringing youth, adolescents and adults to the rink regardless of gender, financial hardship, athletic ability or skill level. To promote character and camaraderie through teamwork. We are built to promote sport, wellness and physical activity through a unique, fun activity.*

**3.02 Non-Profit**

RGV ROLLER is designated as a non-profit corporation.

**ARTICLE IV**

**NON-PROFIT NATURE**

**4.01 Non-profit Nature**

RGV ROLLER is organized exclusively for charitable and educational 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 corresponding section of any future federal tax code. No part of the net earnings of RGV ROLLER 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 the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

RGV ROLLER is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

**4.02 Personal Liability**

No officer or director of this corporation shall be personally liable for the debts or obligations of RGV ROLLER of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

**4.03 Dissolution**

Upon termination or dissolution of the RGV ROLLER, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of RGV ROLLER hereunder shall be selected by the discretion of a majority of the managing body of RGV ROLLER and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against RGV ROLLER by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of TEXAS

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State TEXAS to be added to the general fund.

**4.04 Prohibited Distributions**

No part of the net earnings or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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, Section 3.01.

**4.05 Restricted Activities**

No substantial part of the corporation’s activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

**4.06** **Prohibited Activities**

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) 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 V**

**BOARD OF DIRECTORS**

**5.01 Governance**

RGV ROLLER will be governed by a broad of directors with at least three members.

**5.02 Initial Directors**

The initial directors of the corporation shall be Nathaniel Mata; Juan Pablo Lopez; Rafe Fowler; Jacquelyn Arias; Layla El-Haj

**ARTICLE VI**

**MEMBERSHIP**

**6.01 Membership**

RGV ROLLER shall have members. The management shall operate in tiers between potential members, potential committee members and the board of directors. Members can vote for certain measures and will be allowed to vote for board members when terms end.

**ARTICLE VII**

**AMENDMENTS**

**7.01 Amendments**

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

**ARTICLE VIII**

**ADDRESSES OF THE CORPORATION**

**8.01 Corporate Address**

The address of the corporation is:

RGV ROLLER

804 N. Taylor Rd Apt 11

Mission Texas, 78572

The mailing address of the corporation is:

RGV ROLLER

PO BOX 5278

McAllen Texas, 78502

**ARTICLE IX**

**appointment of registered agent**

**9.01 Registered Agent**

The registered agent of the corporation shall be:

Nathaniel Mata

804 N. Taylor Rd. Apt 11

Mission Texas, 78572

**ARTICLE X**

**INCORPORATOR**

The incorporators of the corporation are as follow:

Nathaniel Mata

804 N. Taylor Rd Apt 11

Mission Texas, 78572

**CERTIFICATE OF ADOPTION OF Articles of Incorporation**

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of RGV ROLLER were approved by the board of directors on 02, 17 2020 and constitute a complete copy of Articles of Incorporation of the RGV ROLLER

**acknowledgment of conSENT**

**to APPOINTMENT as REGISTERED AGENT**

I, Nathaniel Mata, agree to be the registered agent for RGV Roller as appointed herein.

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

NATHANIEL MATA , Registered Agent

Date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Board Member\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Board Member Printed Name/Position \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Board Member\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Board Member Printed Name/Position \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Board Member\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Board Member Printed Name/Position \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Board Member\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Board Member Printed Name/Position \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_