

41271

CERTIFICATE OF INCORPORATION

OF

EDGECOMBE-MARTIN COUNTY ELECTRIC MEMBERSHIP CORPORATION

We, the undersigned, incorporators of Edgecombe-Martin County Electric Membership Corporation, being natural persons and residents of the territory in which the principal operations of the corporation are to be conducted and desirous of using electric energy to be furnished by the corporation, and having been granted permission to form an electric membership corporation by order of the North Carolina Rural Electrification Authority, hereby execute this Certificate of Incorporation of said corporation.

1. Name. The name of the corporation shall be Edgecombe-Martin County Electric Membership Corporation.

2. Territory. The operations of the corporation shall be principally conducted in those parts of the Counties of Edgecombe and Martin, State of North Carolina, which are not now served or which are inadequately served with electric energy.

3. Principal Office. The location of the principal office of the corporation and the post-office address thereof, shall be Tarboro, North Carolina.

4. Number of Directors. The number of directors of the corporation shall be determined as provided in the By-laws. This number shall not be less than three (3) or more than ten (10).

5. Directors for First Year. The names and post-office addresses of the directors who are to manage the affairs of the corporation

~~for the first year of its existence or until their successors are~~

chosen, are:

<u>Name</u>	<u>Post-office Address</u>
B. C. Mayo	Tarboro, N.C.
C. W. Mayo	Tarboro, N.C.
W. D. Moore	Tarboro, N.C.
W. J. Mayo	Tarboro, N.C. RFD
R. V. Knight	Tarboro, N.C. RFD

6. Duration. The duration of the corporation shall be perpetual.

7. Membership. The terms and conditions upon which persons shall be admitted to membership in the corporation are as follows:

The undersigned incorporators shall be members of the corporation. A person, other than an incorporator desiring to become a member ~~of the corporation shall make application to the Board of Directors in~~ writing for membership and, upon approval by the Board of Directors, or by such officer or officers of the corporation as may be designated by the Board of Directors, shall become a member of the corporation. No person shall become or remain a member of the corporation unless such person shall use electric energy supplied by the corporation and shall have complied with the provisions of this Certificate of Incorporation and the By-laws and shall have agreed to abide thereby and by any amendments thereto; and unless such person shall have paid a membership fee fixed by the Board of Directors. Any person who shall agree to use energy supplied by the corporation from an existing line or from a ~~line the construction of which has been authorized or commenced by the~~ corporation may be admitted to membership in the corporation prior to such use upon complying with the other terms and conditions with respect to membership contained in this Certificate of Incorporation or in the By-laws.

8. Purposes. The purposes of the corporation shall be to render service to its members and to promote and encourage the fullest possible use of electric energy in the rural sections of the State of North Carolina by making electric energy available to the inhabitants of the State at the lowest cost consistent with sound economy and prudent management of the business of the corporation and shall include ~~all purposes required and authorized by the Electric Membership Corporation Act of the State of North Carolina, including amendments~~ thereto subsequent to the date hereof. Without in any manner restricting or limiting the foregoing, the purposes of the corporation shall include the following:

To generate, manufacture, purchase, acquire and accumulate

electric energy for its members and to transmit, distribute, furnish, sell and dispose of such electric energy to its members and in order to carry out or accomplish any and all of such purposes, to construct, erect, purchase, lease and in any manner acquire, own, hold, maintain, operate, sell, dispose of, lease, exchange and mortgage plants, buildings, ~~works, machinery, equipment and supplies and electric transmission and~~ distribution lines or systems;

To acquire, own, hold, exercise and, to the extent permitted by law, to mortgage, pledge, hypothecate and in any manner dispose of franchises, rights, privileges, licenses and easements necessary, useful or convenient for carrying out and accomplishing any of the purposes of the corporation;

To purchase, lease and in any manner acquire, own, hold, maintain, sell, lease, exchange, mortgage, pledge and in any manner dispose of any and all real and personal property which may be necessary, useful or convenient to carry out and accomplish any of the purposes of the corporation;

To assist its members to wire their premises and install therein electrical and plumbing appliances, fixtures, machinery, supplies, apparatus and equipment of any and all kinds and character and, in connection therewith and for such purposes, to purchase, acquire, lease, sell, distribute, install and repair electrical and plumbing appliance fixtures, machinery, supplies, apparatus and equipment of any and all kinds and character and to receive, acquire, endorse, pledge, guarantee, hypothecate, transfer and otherwise dispose of notes and other evidences of indebtedness and all security therefor;

To borrow money, to make and issue bonds, notes, bills of exchange, ~~debentures and other evidences of indebtedness, secured or unsecured~~ for moneys borrowed or in payment for property acquired, or for any of the other objects or purposes of the corporation; to secure the payment of such bonds, notes, bills of exchange, debentures or other evidences of indebtedness by mortgage or mortgages, or deed or deeds of trust upon, or by the pledge or other lien upon, any or all of the

property, rights, privileges or franchises of the corporation, where-
soever situated, acquired or to be acquired;

To do all such acts and things as may be useful, necessary or
convenient for the accomplishment of the purposes in this Certificate
expressed or any of them;

All of the operations of the corporation shall be on a coopera-
tive basis, not for pecuniary profit, and for the use and benefit of
its members.

9. Powers. The corporation shall possess and be authorized to
exercise and enjoy all of the powers, rights and privileges granted
to or conferred upon corporations of the character of the corporation
by the laws of the State of North Carolina now or hereafter in force.

Witness our hands and seals this 13 day of June, 1936.

B. C. Mayo (SEAL)
C. W. Mayo (SEAL)
W. D. Moore (SEAL)
R. V. Knight (SEAL)
W. J. Mayo (SEAL)

NORTH CAROLINA

EDGECOMBE COUNTY

I, E. D. Seymour, a Notary Public in and for
the county and state aforesaid, do hereby certify that this day per-
sonally appeared before me, B.C.Mayo, C. W. Mayo, W.D.Moore, W.J.Mayo,
and R.V.Knight, who each for himself acknowledged the due execution
of the foregoing instrument.

Witness my hand and notarial seal this June 13, 1936.

My Commission Expires Aug. 11, 1936

E. D. Seymour
Notary Public.