

Commonwealth of Virginia



STATE CORPORATION COMMISSION

Richmond, August 27, 2012

This is to certify that the certificate of incorporation of

**The Greater Richmond Chapter of the National
Association of Residential Property Managers, Inc.**

*was this day issued and admitted to record in this office and that
the said corporation is authorized to transact its business subject
to all Virginia laws applicable to the corporation and its business.
Effective date: August 27, 2012*



State Corporation Commission

Attest:

Joel H. Beck
Clerk of the Commission

ARTICLES OF INCORPORATION

OF

The Greater Richmond Chapter of the National Association of Residential Property Managers, Inc.

FIRST. The name of the corporation is The Greater Richmond Chapter of the National Association of Residential Property Managers, Inc.

SECOND. The corporation is to have one class of members. The members rights and privileges will be specified in the corporate bylaws.

THIRD. This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(6) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(6) of the Internal Revenue Code.

This corporation is a nonprofit MUTUAL BENEFIT CORPORATION organized under the Nonprofit Mutual Benefit Corporation Law. The purpose of this corporation is to engage in any lawful act or activity, other than credit union business, for which a corporation may be organized under such law.

The Corporation is organized and shall be operated on a not-for-profit basis and exclusively as a business league within the meaning of Section 501 (c) (6) of the Internal Revenue Code (or the corresponding provisions of any future United States federal tax law). The specific purposes of this corporation are to promote a standard of business ethics, professionalism and fair practices among its members; to establish and promote education of its members; to provide and promote an exchange of ideas regarding residential property management.

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(6) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this 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.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 these articles.

Notwithstanding any other provision of these articles, 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)(6) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(6) of the Internal Revenue Code, or corresponding section of any future federal tax code. Any such assets not so disposed of shall be disposed of by the Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located exclusively for such purposes or to such organization or organizations, as said Court shall determine which are organized and operated exclusively for such purposes. This organization is neither organized for profit nor organized to engage in an activity ordinarily carried on for profit, and no part of the net earnings of this organization will benefit any private shareholder or individual.

All references to sections of the Internal Revenue Code shall include such sections as of the date hereof and the corresponding section of any future federal tax code.

FOURTH. The directors of the corporation shall be elected by the members.

FIFTH. The name of the corporation's initial registered agent is Dennis K. Dodson II. The individual registered agent is an initial director of the corporation and a resident of the state of Virginia. The corporation's initial registered office, which is the business office of the initial registered agent, is 2619 Floyd Ave. Suite 200, Richmond, Virginia 23220. The registered office is physically located in the city of Richmond.

SIXTH. The initial business office of the registered agent is 2619 Floyd Ave. Suite 200, Richmond, Virginia 23220.

SEVENTH. The initial directors of the corporation are:

Dennis K. Dodson II - 2619 Floyd Ave. Suite 200, Richmond, Virginia 23220
Timothy Wehner - 2619 Floyd Ave. Suite 200, Richmond, Virginia 23220
Diane Harring - 2619 Floyd Ave. Suite 200, Richmond, Virginia 23220
Lisa Williamson - 2619 Floyd Ave. Suite 200, Richmond, Virginia 23220

EIGHTH. The incorporator of the corporation is LegalZoom.com, Inc., 101 N. Brand Blvd., 10th Floor, Glendale, CA 91203.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the date below.

Date: August 22, 2012

LegalZoom.com, Inc., Incorporator

By: _____

Karla Figueroa, Assistant Secretary

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

AT RICHMOND, AUGUST 27, 2012

The State Corporation Commission has found the accompanying articles submitted on behalf of

The Greater Richmond Chapter of the National
Association of Residential Property Managers, Inc.

to comply with the requirements of law, and confirms payment of all required fees. Therefore, it
is ORDERED that this

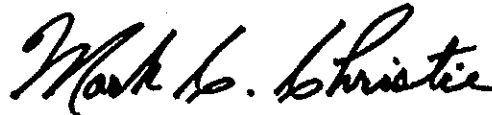
CERTIFICATE OF INCORPORATION

be issued and admitted to record with the articles of incorporation in the Office of the Clerk of
the Commission, effective August 27, 2012.

The corporation is granted the authority conferred on it by law in accordance with the articles,
subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By



Mark C. Christie
Commissioner

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

The foregoing is a true copy of all documents constituting the charter of The Greater Richmond Chapter of the National Association of Residential Property Managers, Inc. on file in the Clerk's Office of the Commission.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:
August 29, 2012*

Joel H. Peck

Joel H. Peck, Clerk of the Commission