

Articles of Incorporation of the Heating and Cooling Contractors of Vermont (HCCV)

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 Vermont, do hereby certify:

First: The name of the Corporation shall be the Heating and Cooling Contractors of Vermont.

Second: The place in Vermont where the principal office of the Corporation is to be located is the City of Berlin, Washington County.

Third: This corporation is organized exclusively for educational purpose , specifically to provide education and training for heating and cooling contractors.

Fourth: Management of the affairs of the corporation is to be vested in its Board of Directors. The number of the directors, which must be a minimum of three, that constitutes the initial board of directors and the names and addresses of the persons who are to serve as directors until their successors are elected and qualified are set forth below:

The names and addresses of the persons who are the initial trustees of the corporation are as follows:

Manny Fletcher, Peter Bourne, Judy Taranovich
963 Paine Turnpike, N. Berlin VT 05602

Fifth: 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 Third 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.

Sixth: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax 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.

Seventh: This corporation shall have members. The eligibility, rights and obligations of the members will be determined by the corporation's bylaws. The management of the affairs of the corporation shall be vested in a board of directors, as defined by the corporation's bylaws. No director shall have any right, title or interest in or to any property of the corporation. No member, officer or director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or directors be subject to the payment of the debts or obligations of this corporation.

The duration of the corporate existence shall be perpetual until dissolution. Upon the dissolution of the corporation, assets of the corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

Seventh: The power to adopt, alter, amend or repeal the bylaws shall be vested in the Board of Directors.

In witness whereof, we have hereunto subscribed our names this 30th day of November, 2022.

Manny Fletcher

Peter Bourne

Judy Taranovich