

qualified as an exempt organization under Section 501(c)(3) of the Code and as an organization to which contributions are then deductible under Section 170(c)(2) of the Code (an "Exempt Organization") or, if The Winston-Salem Foundation, Inc. is not then so qualified to one or more organizations which are then each qualified as an Exempt Organization, or to federal, state and local governments to be used exclusively for public purposes.

8. The address of the initial registered office of the corporation is c/o The Winston-Salem Foundation, 860 West Fifth Street, Winston-Salem, Forsyth County, North Carolina 27101. The name of the initial registered agent of the corporation at such address is Scott F. Wierman.
9. The address of the initial principal office of the corporation is c/o The Winston-Salem Foundation, 860 West Fifth Street, Winston-Salem, Forsyth County, North Carolina 27101.
10. The number of persons constituting the initial Board of Directors of the corporation shall be six (6) and the persons who are to serve as the initial Directors, together with their addresses, are as follows:

Name

Address



Ralph Womble

c/o The Hanes Companies  
P.O. Box 202, Winston-Salem, NC 27102-0202

David Neill

The Neill Group  
P.O. Box 25107, Winston-Salem, NC 27114

Don Flow

Flow Motors  
1425 Plaza Drive, Winston-Salem, NC 27103

Harold H. Martin, Sr., Ph.D.

Chancellor, Winston-Salem State University  
Campus Mail Box 19535, Winston-Salem, NC 27110



Allen Joines

Winston-Salem Alliance  
100 N. Main St., Winston-Salem, NC 27101

Ann C. Ring

5495 Dartmoor Rd., Winston-Salem, NC 27106

11. To the full extent from time to time permitted by law, no person who is serving or who has served as a Director of the Corporation shall be personally liable for any action for monetary damages for breach of his or her duty as a Director, whether such action is brought by or in the right of the corporation or otherwise. Neither the amendment or repeal of this Article, nor the adoption of any provision of these Articles of Incorporation inconsistent with this Article, shall eliminate or reduce the protection afforded by this Article to a Director of the corporation with respect to any matter which occurred, or any