001597786

CHARTER
NONPROFIT CORPORATION

SS-4418

Tre Hargett
Secretary of State

Division of Business Services
Department of State
State of Tennessee
312 Rosa L. Parks AVE, 6th FL
Nashville, TN 37243-1102
(615) 741-2286

Filing Fee: $100.00

For Office Use Only

-FILED-

Control # 001597786

The undersigned, acting as incorporator(s) of a nonprofit corporation under the provisions of the Tennessee Nonprofit Corporation Act, adopt the following Articles of Incorporation.

1. The name of the corporation is: First Principles Action

2. Name Consent: (Written Consent for Use of Indistinguishable Name)
☐ This entity name already exists in Tennessee and has received name consent from the existing entity.

3. This company has the additional designation of: None

4. The name and complete address of its initial registered agent and office located in the State of Tennessee is:
C T CORPORATION SYSTEM
300 MONTVUE RD
KNOXVILLE, TN 37919
KNOX COUNTY

5. Fiscal Year Close Month: December **Period of Duration:** Perpetual

6. If the document is not to be effective upon filing by the Secretary of State, the delayed effective date and time is:
(none) (Not to exceed 90 days)

7. The corporation is not for profit.

8. Please complete all of the following sentences by checking one of the two boxes in each sentence:
This corporation is a ☐ public benefit corporation / ☑ mutual benefit corporation.
This corporation is a ☐ religious corporation / ☑ not a religious corporation.
This corporation will ☐ have members / ☑ not have members.

9. The complete address of its principal office is:
SUITE 500
3200 WEST END AVENUE
NASHVILLE, TN 37203
DAVIDSON COUNTY

(Note: Pursuant to T.C.A. §10-7-503 all information on this form is public record.)

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The name of the corporation is: First Principles Action

10. The complete mailing address of the entity (if different from the principal office) is:
SUITE 500
3200 WEST END AVENUE
NASHVILLE, TN 37203

11. List the name and complete address of each incorporator:

Title	Name	Business Address	City, State, Zip
Incorporator	Peter Bisbee	3200 WEST END AVENUE SUITE 500	NASHVILLE, TN 37203

12. School Organization: (required if the additional designation of "School Organization - Exempt" is entered in section 3.)

☐ I certify that pursuant to T.C.A. §49-2-611, this nonprofit corporation is exempt from the $100 filing fee required by T.C.A. §48-51-303(a)(1).

☐ This nonprofit corporation is a "school support organization" as defined in T.C.A. §49-2-603(4)(A).

☐ This nonprofit corporation is an educational institution as defined in T.C.A. §48-101-502(b).

13. Insert here the provisions regarding the distribution of assets upon dissolution:
See Attached.

14. Other Provisions: The Corporation is organized to further the common good and general welfare under section 501(c)(4) of the Internal Revenue Code of 1986, as amended.

(Note: Pursuant to T.C.A. §10-7-503 all information on this form is public record.)

Electronic	Incorporator
Signature	Title/Signer's Capacity
Peter Bisbee	Nov 20, 2024 4:15PM
Printed Name	Date

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DISSOLUTION STATEMENT
FIRST PRINCIPLES ACTION

No part of the net income of the Corporation shall inure to the benefit of or be distributed to its directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of the purpose and objects set forth in these Articles of Incorporation.

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activity not permitted to be carried on by an organization exempt from federal income tax under section 501(c)(4) of the Internal Revenue Code of 1986, or corresponding provision of any future United State Internal Revenue law.

The Corporation may be dissolved at any time by a majority vote of the Board of Directors of the Corporation who are in attendance at a meeting of the Board called for such purpose. Following such vote, the Board of Directors shall supervise the orderly dissolution of the Corporation, including the distribution of the remaining assets of the Corporation consistent with the purposes stated herein.

Upon dissolution of the Corporation or the winding up of its affairs, the remaining assets of the Corporation, if any, shall be distributed to one or more organizations which are organized and operated for charitable or social welfare purposes, as described in sections 501(c)(3) and 501(c)(4) of the Internal Revenue Code of 1986, as amended, respectively.

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