

Charter of the Middle Tennessee Employee Benefits Council

The undersigned natural persons, having capacity to contract and acting as the incorporators of a corporation under the Tennessee General Corporation Act, adopt the following charter for such corporation:

1. The name of this corporation shall be as follows:

The Middle Tennessee Employee Benefits Council, Inc.

2. The duration of this corporation shall be perpetual.
3. The address of the principal office of this corporation in the State of Tennessee shall be (until changed, at which time written notice shall be given) as follows:

The Middle Tennessee Employee Benefits Council
Post Office Box 24686
Nashville, TN 37202-4686

4. This corporation shall be not-for-profit, and no part of the net earnings shall inure to the benefit of any Member of The Middle Tennessee Employee Benefits Council, Inc. either during the corporation's existence or upon dissolution.
5. The purposes for which this corporation shall be organized shall be as follows:

In order to promote the general interests of the Middle Tennessee business community, and the employees thereof, as regards employee benefit services, The Middle Tennessee Employee Benefits Council, Inc. shall be organized and operated (i) to develop the professional competence and abilities of, and to enhance cooperation and communication between, its Members who provide employee benefits services to the Middle Tennessee business community as actuaries; attorneys-at-law; certified public accountants in public practice; employee benefit plan administrators and consultants; employer sponsors of employee benefit plans; and trust officers of trust companies and banks maintaining trust departments, and (ii) to engage in such legislative association which is germane to the common business interests of its Members and not in contravention of Sections 2-19-132 and 48-604 of the Tennessee Code Annotated or Section 501 of the Internal Revenue Code of 1954, as amended.

6. The corporation shall have Members. The Founding Members of this corporation are as follows:

John L. Brown	Linda K. Bosler
Samuel Arthur Butts, III	Judy B. Cline
Bob R. Cross	William R. Dickerson
Frances S. Dickie	Buford Eubanks
Ann B. Ewers	William G. Frensley
Charles D. Houston	Houston Naron, Jr.
Paul D. Porch	John Robinson
George W. Yokely, Jr.	

7. Upon the dissolution of this corporation, its officers shall, after paying or making provisions for the payment of all of the liabilities of this corporation, dispose of all the assets of this corporation exclusively for the purposes of the corporation. Any such assets not so disposed shall be disposed of by a court of competent jurisdiction of the State of Tennessee.

DONE, AS OF THIS THE 21ST DAY OF SEPTEMBER, 1981, IN THE CITY OF NASHVILLE, COUNTY OF DAVIDSON, STATE OF TENNESSEE.

Bob R. Cross, Incorporator
Frances Dickie, Incorporator
Judy B. Cline, Incorporator

Ann B. Ewers, Incorporator
Houston Naron, Jr., Incorporator
John Robinson, Incorporator