

Commonwealth of Virginia



STATE CORPORATION COMMISSION

Richmond, January 15, 2025

This is to certify that the certificate of incorporation of

Cues For Cancer

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: January 15, 2025



STATE CORPORATION COMMISSION

Attest:

A handwritten signature in cursive script, reading "Bernard J. Sty".

Clerk of the Commission



State Corporation
Commission

Form
SCC819
(Rev. 11/19)

Articles of Incorporation of a Virginia Nonstock Corporation

Commonwealth of Virginia
State Corporation Commission
Office of the Clerk
Entity ID: 11790766
Filing Number: 2501158132785
Filing Date/Time: 01/15/2025 08:05 AM
Effective Date/Time: 01/15/2025 08:05 AM

Pursuant to Chapter 10 of Title 13.1 of the Code of Virginia, the undersigned state(s) as follows:

Article I The corporation's name:

Cues For Cancer

Article II (Mark appropriate box or insert applicable provisions.)

- ☒ The corporation shall have no members. **OR**
☐ The corporation shall have one or more classes of members with such designations, qualifications and rights as set forth in the bylaws. **OR**
☐ The designation of the class(es) of members and the members' qualifications and rights are as follows:

Article III (Mark appropriate box or insert applicable provisions.)

- ☒ The directors shall elect their successors. **OR**
☐ The directors shall be elected by the members. **OR**
☐ The directors shall be elected or appointed as follows:

Article IV A. The name of the corporation's initial registered agent:

Northwest Registered Agent LLC

B. The initial registered agent is: (Mark appropriate box.)

- (1) an individual who is a resident of Virginia **and** **OR** (2) ☒ a domestic or foreign stock or nonstock corporation, limited liability company or registered limited liability partnership authorized to transact business in Virginia.
☐ an initial director of the corporation.
☐ a member of the Virginia State Bar.

Article V A. The corporation's initial registered office address, including the street and number, if any, which is identical to the business office of the initial registered agent, is

8401 MAYLAND DR STE A Henrico, VA
23294 (number/street) (city or town)

(zip)

B. The registered office is located in the ☒ county **OR** ☐ city of **Henrico**

Article V (Optional) The corporation's principal office address, including the street and number (if any), is

3672 HENRICO STREET	Norfolk	VA	23513
(number/street)	(city or town)	(state)	(zip)

Article VI

[Purpose Section:] This corporation is organized exclusively for charitable, religious, educational, and scientific purposes

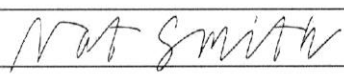
No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles. 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.

[Distribution of Assets Section:] 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.

Article VII The initial directors are:

Name	Address
Darrell Wood	3672 HENRICO STREET, Norfolk, VA 23513
Ashley Williams	3672 HENRICO STREET, Norfolk, VA 23513
Christopher Carter	3672 HENRICO STREET, Norfolk, VA 23513

Incorporator(s):

Signature	Printed Name	Date	Tel. # (optional)	Email Address (optional)
	Nat Smith	01/09/2025		
Business Tel. # (optional)		Business Email Address (optional)		

Required Fees: \$75.00

See Instructions that follow

**COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION**

AT RICHMOND, JANUARY 15, 2025

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

Cues For Cancer

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 January 15, 2025.

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

STATE CORPORATION COMMISSION

By

A handwritten signature in black ink, appearing to read "Samuel T. Towell", with a long, sweeping horizontal stroke at the end.

Samuel T. Towell
Commissioner