



Prescribed by:

Ohio Secretary of State
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Expedite this Form: (Select One)

Mail Form to one of the Following:

- Yes PO Box 1390
Columbus, OH 43216
*** Requires an additional fee of \$100 ***
- No PO Box 670
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INITIAL ARTICLES OF INCORPORATION

(For Domestic Profit or Nonprofit)

Filing Fee \$125.00

THE UNDERSIGNED HEREBY STATES THE FOLLOWING:

(CHECK ONLY ONE (1) BOX)

<input type="checkbox"/> (1) Articles of Incorporation Profit (113-ARF) ORC 1701	<input checked="" type="checkbox"/> (2) Articles of Incorporation Nonprofit (114-ARN) ORC 1702	<input type="checkbox"/> (3) Articles of Incorporation Professional (170-ARP) Profession _____ ORC 1785
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Complete the general information in this section for the box checked above.

FIRST: Name of Corporation Montgomery County Land Reutilization Corporation

SECOND: Location Dayton Montgomery
(City) (County)

Effective Date (Optional) 08/16/2011 Date specified can be no more than 90 days after date of filing. If a date is specified, the date must be a date on or after the date of filing.
(mm/dd/yyyy)

Check here if additional provisions are attached

Complete the information in this section if box (2) or (3) is checked. Completing this section is optional if box (1) is checked.

THIRD: Purpose for which corporation is formed
(See Attachment A to these Articles of Incorporation)

Complete the information in this section if box (1) or (3) is checked.

FOURTH: The number of shares which the corporation is authorized to have outstanding (Please state if shares are common or preferred and their par value if any)

_____ (No. of Shares) _____ (Type) _____ (Par Value)

(Refer to instructions if needed)

Completing the information in this section is optional

FIFTH: The following are the names and addresses of the individuals who are to serve as initial Directors.

Carolyn Rice, Montgomery County Treasurer

(Name)

451 West Third Street

(Street)

NOTE: P.O. Box Addresses are NOT acceptable.

Dayton

(City)

Ohio

(State)

45422

(Zip Code)

Deborah Lieberman, Montgomery County Commissioner

(Name)

451 West Third Street

(Street)

NOTE: P.O. Box Addresses are NOT acceptable.

Dayton

(City)

Ohio

(State)

45422

(Zip Code)

Judy Dodge, Montgomery County Commissioner

(Name)

451 West Third Street

(Street)

NOTE: P.O. Box Addresses are NOT acceptable.

Dayton

(City)

Ohio

(State)

45422

(Zip Code)

REQUIRED

Must be authenticated
(signed) by an authorized
representative
(See Instructions)



Authorized Representative

Carolyn Rice, Montgomery County Treasurer

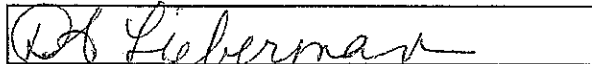
(print name)

451 West Third Street

Dayton, OH 45422

August 16, 2011

Date



Authorized Representative

Deborah Lieberman, Mont. Co. Commissioner

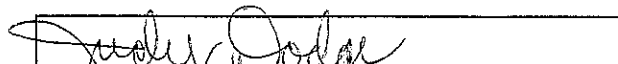
(print name)

451 West Third Street

Dayton, OH 45422

August 16, 2011

Date



Authorized Representative

Judy Dodge, Mont. Co. Commissioner

(print name)

451 West Third Street

Dayton, OH 45422

August 16, 2011

Date

Complete the information in this section if box (1) (2) or (3) is checked.

ORIGINAL APPOINTMENT OF STATUTORY AGENT

The undersigned, being at least a majority of the incorporators of Montgomery Co. Land Reutilization Corp. hereby appoint the following to be statutory agent upon whom any process, notice or demand required or permitted by statute to be served upon the corporation may be served. The complete address of the agent is

Carolyn Rice

(Name)

451 West Third Street

(Street)

NOTE: P.O. Box Addresses are NOT acceptable.

Dayton

, Ohio

45422

(City)

(Zip Code)

Must be authenticated by an authorized representative

Carolyn Rice

Authorized Representative

August 16, 2011

Date

D. Keiberman

Authorized Representative

August 16, 2011

Date

Judy Dodge

Authorized Representative

August 16, 2011

Date

ACCEPTANCE OF APPOINTMENT

The Undersigned,

Carolyn Rice

, named herein as the

Statutory agent for,

Montgomery Co. Land Reutilization Corp.

, hereby acknowledges and accepts the appointment of statutory agent for said entity.

Signature: Carolyn Rice
(Statutory Agent)

**ATTACHMENT A TO
ARTICLES OF INCORPORATION OF
MONTGOMERY COUNTY LAND REUTILIZATION CORPORATION**

THIRD. Montgomery County Land Reutilization Corporation (the "Corporation") is organized and shall be operated exclusively as a county land reutilization corporation exercising the essential governmental purposes provided for under Chapters 1724 and 5722 of the Ohio Revised Code, and any ancillary purposes for which statutory authority has been given to a county land reutilization corporation under the Ohio Revised Code, in each case as the Ohio Revised Code is now in effect or as may hereafter be amended, including, but not limited to, the following purposes set forth in Section 1724.01(B)(2) of the Ohio Revised Code: (1) facilitating the reclamation, rehabilitation and reutilization of vacant, abandoned, tax-foreclosed or other real property within the county for whose benefit the corporation is being organized; (2) efficiently holding and managing vacant, abandoned or tax-foreclosed real property pending its reclamation, rehabilitation and reutilization; (3) assisting governmental entities and other non-profit or for-profit persons to assemble, clear, and clear the title of property described in division (B)(2) of Section 1724.01 of the Ohio Revised Code in a coordinated manner; or (4) promoting economic and housing development of the county or region.

In furtherance thereof, the Corporation shall have and may exercise all the powers of a "county land reutilization corporation," as defined in Section 1724.01 of the Ohio Revised Code, to the extent such powers are granted to county land reutilization corporation and are set forth in Section 1724.02 of the Ohio Revised Code, Chapter 5722 of the Ohio Revised Code, or another section of the Ohio Revised Code expressly applicable to a county land reutilization corporation, as such sections are applicable to a county land reutilization corporation, are now in effect and as may hereafter be amended (and to the corresponding provisions of any similar laws subsequently enacted).

The Corporation shall carry on only such activities as are consonant with the purposes set forth in this Article Third. It is intended that the Corporation shall have the status of a county land reutilization corporation exercising the essential governmental functions authorized in Chapters 1724 and 5722 of the Ohio Revised Code and other sections of the Ohio Revised Code made expressly applicable to a county land reutilization corporation, and whose income, if not used by the Corporation for the continuance of its purposes, shall accrue to the County of Montgomery, Ohio, a political subdivision of the State of Ohio and by reason thereof the Corporation shall be exempt from federal income tax pursuant to Section 115(1) of the Internal Revenue Code of 1986, as amended (the "Code"). These Articles of Incorporation shall be construed, and all authority and activities of the Corporation shall be limited, accordingly. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not directly or indirectly carry on any activity which would prevent it from claiming and maintaining exemption from federal income taxation as a corporation exercising essential governmental functions, as described in Section 115(1) of the Code and in the regulations and rulings related to Section 115, or cause it to lose such exempt status, or carry on any activity not permitted to be carried on by a corporation exercising such essential government functions.

SIXTH. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any incorporator, director, trustee, or officer of the Corporation or any private individual, except that the Corporation is 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. No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene in (including the publishing and distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

SEVENTH. The Corporation may be dissolved pursuant to and in accordance with Section 1702.47 or Section 1702.52 of the Ohio Revised Code and the Code of Regulations of the Corporation to the extent not inconsistent with said applicable section. Upon the dissolution of the Corporation, the Board of County Commissioners of Montgomery County, Ohio ("Board") shall, after paying or making provision for the payment of its liabilities, convey or distribute all of the assets of the Corporation pursuant to Section 1724.07(B) of the Ohio Revised Code and in accordance with the determination of the Board provided that said determination is approved in writing by the Montgomery County Treasurer, and provided further that, notwithstanding the foregoing, the conveyance or distribution of such assets of the Corporation shall not violate any law or regulation applicable to the Corporation under the Code.

EIGHTH. The Corporation is not organized for profit and shall not have any authority to issue capital stock. The Corporation shall have perpetual existence.



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
08/30/2011	201124100888	DOMESTIC ARTICLES/NON-PROFIT (ARN)	125.00	.00	.00	.00	.00

Receipt

This is not a bill. Please do not remit payment.

MONTGOMERY COUNTY TREASURER
451 W. THIRD STREET
DAYTON, OH 45422-1475

STATE OF OHIO
CERTIFICATE
Ohio Secretary of State, Jon Husted

2044279

It is hereby certified that the Secretary of State of Ohio has custody of the business records for
MONTGOMERY COUNTY LAND REUTILIZATION CORPORATION
and, that said business records show the filing and recording of:

Document(s)
DOMESTIC ARTICLES/NON-PROFIT

Document No(s):
201124100888



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of
the Secretary of State at Columbus,
Ohio this 26th day of August, A.D.
2011.

Ohio Secretary of State