

**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.

The Corporation may be dissolved pursuant to and in accordance with Sections 1702.47, 1702.52, and 1724.07(B) of the Ohio Revised Code and the Articles and Code of Regulations of the Corporation to the extent not inconsistent with applicable law. Upon the dissolution of the Corporation, the Board of County Commissioners of Montgomery County, Ohio shall, after paying or making provision for the payment of the liabilities of the Corporation, convey or distribute all remaining assets of the Corporation to the State of Ohio, to Montgomery County, Ohio, to a political subdivision of the State of Ohio, or to any other entity whose income is excluded from gross income under §115 of the Internal Revenue Code. Such conveyance or distribution of the remaining assets of the Corporation upon dissolution shall be in accordance with the determination of the Board of County Commissioners of Montgomery County, Ohio, such determination having been approved in writing by the Montgomery County Treasurer, and pursuant to and not in violation of any law or regulation applicable to the Corporation.

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

***Amended 6-0 by Board of Directors on 01/17/2017***