



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	CERT	COPY
05/25/2021	202114502680	DOMESTIC NONPROFIT CORP - ARTICLES (ARN)	99.00	100.00	0.00	0.00

Receipt

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

FROST BROWN TODD LLC
301 EAST FOURTH STREET
SUITE 3300
CINCINNATI, OH 45202

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Frank LaRose
4686024

It is hereby certified that the Secretary of State of Ohio has custody of the business records for
**THE CITY OF LOGAN (HOCKING COUNTY), OHIO ENERGY SPECIAL IMPROVEMENT DISTRICT,
INC.**

and, that said business records show the filing and recording of:

Document(s)

DOMESTIC NONPROFIT CORP - ARTICLES

Effective Date: 05/25/2021

Document No(s):

202114502680



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
25th day of May, A.D. 2021.

Ohio Secretary of State

Form 532B Prescribed by:



Toll Free: 877.767.3453 | Central Ohio: 614.466.3910

OhioSoS.gov | business@OhioSoS.govFile online or for more information: OhioBusinessCentral.gov

Initial Articles of Incorporation
(Nonprofit, Domestic Corporation)
Filing Fee: \$99
(114-ARN)
Form Must Be Typed

First: Name of Corporation

Second: Location of Principal Office in Ohio

City

State

County

Optional: Effective Date (MM/DD/YYYY)

(The legal existence of the corporation begins upon the filing of the articles or on a later date specified that is not more than ninety days after filing.)

Third: Purpose for which corporation is formed

See attachment.

**** Note:** for Nonprofit Corporations: The Secretary of State does not grant tax exempt status. Filing with our office is not sufficient to obtain state or federal tax exemptions. Contact the Ohio Department of Taxation and the Internal Revenue Service to ensure that the nonprofit corporation secures the proper state and federal tax exemptions. These agencies may require that a purpose clause be provided. ******

**** Note:** ORC Chapter 1702 allows for additional provisions to be included in the Articles of Incorporation that are filed with this office. If including any of these additional provisions, please do so by including them in an attachment to this form. ******

Original Appointment of Statutory Agent

The undersigned, being at least a majority of the incorporators of

The City of Logan (Hocking County), Ohio Energy Special Improvement District, Inc.

(Name of Corporation)

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:

FBT OHIO, INC.

(Name of Statutory Agent)

3300 GREAT AMERICAN TOWER, 301 EAST FOURTH STREET

(Mailing Address)

CINCINNATI

(Mailing City)

OH

(Mailing State)

45202

(Mailing ZIP Code)

Must be signed by
the incorporators or
a majority of the
incorporators.

LELAND VOGEL

(Signature)

(Signature)

(Signature)

Acceptance of Appointment

The Undersigned, FBT OHIO, INC., named herein as the
(Name of Statutory Agent)

Statutory agent for The City of Logan (Hocking County), Ohio Energy Special Improvement District, Inc.
(Name of Corporation)

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

Statutory Agent Signature MICHAEL D. ELLIOTT

(Individual Agent's Signature / Signature on Behalf of Business Serving as Agent)

By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

Required

Articles and original appointment of agent must be signed by the incorporator(s).

If the incorporator is an individual, then they must sign in the "signature" box and print his/her name in the "Print Name" box.

If the incorporator is a business entity, not an individual, then please print the entity name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print his/her name and title/authority in the "Print Name" box.

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

ARTICLES OF INCORPORATION
OF
CITY OF LOGAN (HOCKING COUNTY), OHIO ENERGY SPECIAL IMPROVEMENT
DISTRICT, INC.

- THIRD:** The purpose for which the Corporation is formed shall be:
- PURPOSE** To govern the City of Logan (Hocking County) Ohio Energy Special Improvement District, Inc. a special improvement district (the “District”) created pursuant to Ohio Revised Code (“ORC”) Chapter 1710.
- To engage in any lawful act, activity or business not contrary to and for which a nonprofit corporation may be formed under the laws of the State of Ohio.
- To have and exercise all powers, rights and privileges conferred by the laws of Ohio on nonprofit corporations, including, but not limited to, buying, leasing or otherwise acquiring and holding, using or otherwise enjoying and selling, leasing or otherwise disposing of any interest in any property, real or personal, of whatever nature and wheresoever situated, and buying and selling renewable energy credits, stocks, bonds, or any other security of any issuer as the Corporation by action of its Board may, at any time and from time to time, deem advisable.
- FOURTH:** No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers or other private person, except that the Corporation shall be authorized to pay reasonable compensation for services rendered, to make payments in furtherance of the purposes of the Corporation and to make distributions to its members as authorized by ORC Chapter 1702, including any distribution upon dissolution of the Corporation.
- RESTRICTIONS**
- FIFTH:** The members of the Corporation shall be those persons or organizations described in the Code of Regulations.
- MEMBERS**
- SIXTH:** The Corporation shall be controlled and managed under the direction of a Board of Directors (“Board”) the membership of which Board, consistent with ORC Section 1710.04(A) shall consist of a person appointed by the legislative authority of the City of Logan, Hocking County, Ohio (the “City”) as the only “participating political subdivision,” as that term is defined in ORC Section 1710.01(E), the Mayor, and members of the District or their designees.
- BOARD OF DIRECTORS**
- SEVENTH:** The territory within the District shall be generally described as that portion of the City of Logan, Ohio (the “City”), which is generally property owned by each property owner within the City that has petitioned the City for the development of a special energy improvement project as that term is defined in ORC Section 1710.01(I). As provided for in ORC Section 1710.02(A), the territory in the District may be noncontiguous if at least one special energy improvement project is designated for each parcel of real property included in the District. As further provided in ORC Section 1710.02(A), additional territory may be added to the
- TERRITORY**

District for the purpose of developing and implementing plans for special energy improvement projects if at least one special energy improvement project is designated for each parcel of real property included within such additional territory and the addition of territory is authorized by the initial plan under ORC Chapter 1710. The addition of such territory has been authorized in the initial plan for the District.

The following is a definitive listing of properties that are initially included in the District, which are identified by parcel number:

30191 Industrial Park Drive, Logan, Ohio 43138

Parcel Numbers: 04-003041.0000; 04-003041.0400

EIGHTH:
REASONS FOR
DISTRICT

The mission of the District is to enhance the value of properties within the District and improve the environment by developing and assisting in developing within the District special energy improvement projects which will reduce the region's carbon footprint and promote the region as a location for green technology job creation, and by carrying out such other limited improvements and/or services in and for the benefit of the District as the Board of Directors may determine and funds may allow.

The District will be authorized to provide services and improvements pursuant to ORC Chapter 1710 that will benefit property and the environment within the boundaries of the District. The City, which is the sole participating political subdivision will be authorized to levy a special assessment on property within the territorial boundaries of the City within the District to pay for such services and improvements, based on the benefits conferred by those services and improvements.

NINTH:
CERTAIN
TRANSACTIONS

No person shall be disqualified from being a director of the Corporation because he or she is or may be a party to, and no director of the Corporation shall be disqualified from entering into, any contract or other transaction to which the Corporation is or may be a party.

No contract, action or other transaction shall be void or voidable for reason that any director or officer or other agent of the Corporation is a party thereto, or otherwise has any direct or indirect interest in such contract, action or transaction or in any other party thereto, or for reason that any interested director or officer or other agent of the Corporation authorizes or participates in authorization of such contract, action or transaction, provided that:

The material facts as to such interest and as to the contract, action or transaction are disclosed or are otherwise known to the Board or applicable committee of directors at the time the contract, action or transaction is authorized and the directors or the members of the committee, in good faith reasonably justified by the facts, authorize the contract, action or transaction by at least a majority vote of the disinterested directors or disinterested members of the committee, even though such disinterested directors or members are less than a quorum; or

The material facts as to such interest and as to the contract, action or transaction are

disclosed or are otherwise known to the member at the time the contract, action or transaction is authorized and the member authorizes the contract, action or transaction; or the contract, action or transaction (i) is not less favorable to the Corporation than an arm's length contract, action or transaction in which no director or officer or other agent of the Corporation has any interest or (ii) is otherwise fair to the Corporation as of the time it is authorized.

Any interested director may be counted in determining the presence of a quorum at any meeting of the Board or any committee thereof which authorizes the contract, action or transaction.

TENTH:
DISSOLUTION

Upon the dissolution of the Corporation, any assets remaining shall be conveyed to any person or organization as shall be selected by the affirmative vote of a majority of the Board.

ELEVENTH:
AMENDMENT

Any provision of these Articles of Incorporation may be amended only (a) by the affirmative vote of a majority of the members of the Corporation at any meeting at which a quorum is present, and (b) after receipt of approval of such amendment by resolution of the legislative authority of each participating political subdivision, and (c) upon filing the approved amendment and resolution with the Ohio Secretary of State; provided that such amendment shall be consistent with the applicable provisions of ORC Chapters 1702 and 1710.