

CHARTER
OF
TENNESSEE FIREWORKS ASSOCIATION

The undersigned person under the Tennessee Nonprofit Corporation Act adopts the following charter for the above listed corporation:

1. The name of the corporation is Tennessee fireworks Association.

2. The corporation will be a not for profit corporation, organized pursuant to Tennessee Code Annotated 48-51-101 et seq. and Tennessee Code Annotated 48-52-101 et seq.

3. The corporation will be a public benefit corporation pursuant to Tennessee Code Annotated 48-52-102(a)(2)(A).

4. The corporation is organized for the common business interests of the Members and to promote those business interests in the fireworks industry in the State of Tennessee for the benefit of the industry and the safety of the public; all within the meaning of §501(c)(6) of the Internal Revenue Code of 1986, as amended (the "Code"), or the corresponding section of any future federal tax code. In furtherance of such purposes, the corporation shall have full power and authority:

(a) To promote the safe and legal use of all 1.4G (consumer) fireworks for the enjoyment of all Tennesseans and every American family;

(b) To educate the public and the consumer on the safe use of fireworks by serving as an authoritative information source to media, schools, government and industry;

(c) To establish programs through which the dissemination of information to the public and to the members of the Association may be accomplished through meetings, publications, the Tennessee

Fireworks Safety Committee, volunteer and municipal fire departments and the use of the media or other forms of communications;

(d) To promote higher business standards and better business methods, the encouragement of uniformity and cooperation, and serve as a clearinghouse for members in information exchange and technical assistance related to pyrotechnics;

(e) To improve the fireworks business by encouraging and promoting the fireworks industry in Tennessee acting as a liaison between vendors, retail sellers, and consumers and the legislative, executive, judicial, and administrative branches of state and local governments in Tennessee to advance the common business interests of the Association's members;

(f) To advocate the safe and proper use of professional public display fireworks (1.3G) and proximate fireworks, facilitate/encourage adequate training for professionals, and help protect the public as well as the interests of the display and proximate member firms of the Association;

(g) To promote the year around use/demand for fireworks entertainment (weddings, sports events, churches, parties, special events, camps) and the use of fireworks as an art form; and

(h) To perform all other acts necessary or incidental to the above and to do whatever is deemed necessary, useful, advisable, or conducive, directly or indirectly, to carry out any of the purposes of the corporation, as set forth in this charter, including the exercise of all other power and authority enjoyed by corporations generally by virtue of the provisions of the Tennessee Nonprofit Corporation Act.

5. The corporation is not organized nor shall be operated for pecuniary gain or profit.

(a) No part of the property or net earnings of the corporation shall inure to the benefit of, or be distributable to, any member, director, officer, or trustee of the corporation, or any other private person; but 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 paragraph 4 hereof.

(b) 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 or intervene (including the publication or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

(c) If at any time the corporation is deemed to be a private foundation as defined in section 509 of the Code, then so long as the corporation is deemed a private foundation, it shall not, as provided in section 508(e) of the Code, fail to require its income for each taxable year to be distributed at such time and in such manner as to not subject the corporation to tax under §4942 of the Code, engage in any act of self-dealing as defined in §4941(d) of the Code, retain any excess business holdings as defined in §4943(c) of the Code, make any investments in such manner as to subject the corporation to tax under §4944 of the Code, or make any taxable expenditures as defined in §4945(d) of the Code.

(d) Notwithstanding any other provision of this charter or the Bylaws, the corporation shall not carry on any other activities not permitted to be carried on: (1) by a corporation exempt from federal income tax under §501(c)(6) of the Code, or the corresponding section of any future federal tax code; or (2) by a corporation, contributions to which are deductible for federal income tax purposes under §170(c)(2) of the Code, or the corresponding section of any future federal tax code.

6. The Board of Directors shall have general charge of the affairs and any property and assets of the corporation. It shall be the duty of the directors to carry out the purposes and functions of the corporation. The directors shall be elected in accordance with the Bylaws of the corporation and shall have the powers and duties set forth in this charter and in the Bylaws.

7. The corporation shall have members which shall elect the

Board of Directors.

8. No member of the Board of Directors shall have any personal liability to the corporation for monetary damages for breach of duty of care or other duty as a director; provided, however, that the foregoing shall not eliminate the liability of any director for those matters described pursuant to the Tennessee Nonprofit Corporation Act 48-58-101 et seq.

9. Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation by distributing those assets exclusively for the purposes of the corporation in such manner, or to such organization or organizations which shall at the time qualify as exempt from tax under §501(c)(6) of the Code, or the corresponding section of any future federal tax code, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction for 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.

10. This charter may be amended at any time and from time to time by the affirmative vote of a majority of all of the directors then in office, for issues authorized in T.C.A. 48-60-102 and by the Members as authorized in and according to T.C.A. 48-60-103.

11. (a) The complete address of the corporation's initial registered office in Tennessee is 1136 Lipscomb Dr., Nashville, Tennessee 37204, County of Davidson.

(b) The name of the initial registered agent, to be located at the address listed in 3 (a), is Earnest Clevenger.

12. The name and complete address of the incorporator is:

George M. Johnson
215 High Lea Rd.

Brentwood, Tennessee 37027

13. The complete address of the corporation's principal office is 1136 Lipscomb Dr., Nashville, Tennessee 37204.

This the ___ th day of August 2007.

George M. Johnson - Incorporator