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Michelle A. Bradley, CBT  
REC Networks  
11541 Riverton Wharf Rd  
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Re: *Hatfield-McCoy Bluegrass Corporation*

Dear Ms. Bradley:

The Hatfield-McCoy Bluegrass Corporation ("HMBC") has asked me to provide you with an opinion regarding its legal status under West Virginia law during the period it operated as an unincorporated nonprofit association. In examining this issue, I have relied upon the representations made in a letter from Lance T. Lykins, President of the HMBC, dated November 2, 2023, the records of the West Virginia Secretary of State, and provisions of Chapter 36, Article 11 of the *West Virginia Code*.

As Mr. Lykins states, the HMBC originally formed as a West Virginia nonprofit corporation in 1993. In 1996, the HMBC became a statutorily authorized nonprofit association operating in West Virginia pursuant to the provisions of Article 11, Chapter 36 of the *West Virginia Code*, the "Uniform Unincorporated Nonprofit Association Act." (*W.Va. Code* §36-11-15.)

Section 36-11-1(2) of the *West Virginia Code* contains the following definition: "*Nonprofit association*" means an unincorporated organization consisting of two or more members joined by mutual consent for a common, nonprofit purpose." Review of the original Articles of Incorporation filed with the West Virginia Secretary of State on October 25, 1993, shows there were more than two members and the corporation was organized as a non-profit. Mr. Lykins states that after its transition to a statutory nonprofit association, HMBC "continued to operate under a similar structure but as an Unincorporated non-profit association..." Thereafter, in 1996, in 2022, the HMBC filed new Articles of Incorporation with the West Virginia Secretary of State and again became a corporate entity.

It appears that the Hatfield-McCoy Bluegrass Corporation was consistent with West Virginia law during the period it operated as an unincorporated nonprofit association pursuant to the Uniform Unincorporated Nonprofit Association Act cited above. Thus, the HMBC had a continuing history of operation as a nonprofit entity for over twenty years.

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Under these circumstances, HMBC continued to operate under a similar structure and met all the requirements which define an unincorporated association organized for a nonprofit purpose. This meets the requirements to be defined as a nonprofit association in *West Virginia Code*, pursuant to the Uniform Unincorporated Nonprofit Association Act, cited above.

Yours truly,

  
James D. Kauffelt

JDK/mmw

Enclosures

xc: Hatfield-McCoy Bluegrass Corporation