

# ARTICLES OF INCORPORATION – NONPROFIT CORPORATION

## <Name>

The undersigned individual eighteen years of age or older, acting as Incorporator under the <State> **Nonprofit** Corporation Act, adopts the following **Articles of Incorporation**:

1. **Name.** The name of the corporation is: <Name>.
2. **Type of Corporation.** This corporation is a public benefit corporation.
3. **Members.** The corporation will have members as that term is defined in the <State> **Nonprofit** Corporation Act.
4. **Provisions on Tax Exempt Status.**

A.

This corporation is organized exclusively for charitable, religious, educational, or scientific purposes, including, for such purposes, the making of distributions to such organizations that qualify as exempt organizations under §501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

A.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that 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 of this corporation.

A.

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 in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these **articles**, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under §501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

### 5. **Liability of Officers and Directors.**

A.

The personal liability of a director or uncompensated officer to the corporation or its members for monetary damages for

conduct as an officer or director shall be eliminated to the fullest extent permitted by current or future law.

B.

The corporation shall indemnify to the fullest extent permitted by the <State> **Nonprofit** Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit or proceeding by reason of the fact that the person is or was a director or officer of the corporation. The right to and amount of indemnification shall be determined in accordance with the provisions of the <State> **Nonprofit** Corporation Act in effect at the time of the determination.

**6. Distribution of Assets Upon Dissolution.** Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of §501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the court of appropriate jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as that court shall determine, which are organized and operated exclusively for such purposes.

**7. Board of Directors.** The initial Board of Directors of the corporation shall consist of three members, whose names and addresses are as follows:

NAME	ADDRESS
<Personal Name>	<address>
City, <State> <zip>	
<Name of others responsible>	
_____	_____
_____	_____

**8. Registered Agent.**

The name, street address and mailing address of the registered agent are as follows:

<name>, Attorney at Law

<address>

<city>, <State> <zip>

**9. Address for Mailing Notices.** The mailing address for the corporation is

<address>, <city>, <State> 97401.

**10. Incorporator.** The name and address of the incorporators are:

\_\_\_\_\_  
\_\_\_\_\_

The incorporator hereby states that she has obtained the consent of each director named to serve as a director of the corporation in article 7 above. I, the undersigned incorporator, hereby declare under penalties of perjury that I have examined the foregoing and to the best of my knowledge and belief, it is true, correct and complete.

DATED this \_\_\_\_ day of \_\_\_\_\_, 2003.

\_\_\_\_\_  
<Signature>

**Person to contact about this filing:**

<name>

Attorney at Law

Telephone No. (000) 000-0000