

ARTICLES OF INCORPORATION

For

_____, **Inc.**

_____ whose physical address is _____ being at least eighteen (18) years of age, is hereby forming a corporation under and by virtue of the General Laws of the State of _____.

**ARTICLE I
NAME**

The name of the corporation is _____, Inc. (the ‘Corporation”).

**ARTICLE II
PRINCIPAL OFFICE, RESIDENT AGENT**

The physical address of the principal office of the Corporation in the State of _____ is _____. The resident agent of the Corporation is _____, whose physical address is _____. The resident agent is a citizen of the State of _____ and resides therein.

**ARTICLE III
PURPOSE**

The purposes of the Corporation shall be to provide fund development, financial and other assistance to of the advancement of _____ by functioning as a charitable, non-profit, non-stock corporation which will operate to benefit _____ and community members by working for the furtherance of _____ objectives, scientific research, educational and related community activities.

**ARTICLE IV
POWERS**

The Corporation is intended to be an organization as described in Section 501(c)(3) and Section 509(a)(3) of the Internal Revenue Code as amended (or the corresponding provisions of any future federal Internal Revenue statute).

1. The Corporation shall have the power:
 - a. To work for the development and advancement of _____ throughout the world.
 - b. To solicit and raise funds, collect, receive by gift, grant, devise, or bequest; to engage in fund development and arrangements for deferred

giving, estate planning, annuity trusts, pooled income trusts and similar methods of giving; to acquire by purchase, lease, exchange, or otherwise, property both real and personal and mixed; and to manage and administer the same in all respects including handling of trusts, employing such banks, consultants or other agents as the Foundation deems necessary.

- c. To make contributions, grants, gifts, and transfers of monies and property to advance _____ and _____ education.
- d. To perform such acts and to provide such services as may be necessary or appropriate for carrying out the foregoing purposes of the Corporation and, in connection therewith, to exercise any of the powers granted to charitable non-profit corporations organized under the laws of the State of _____.

2. The Corporation shall not have authority:

- a. To engage in any activity not permitted to be transacted by a corporation organized under the laws of the State of _____ respecting non-profit, charitable, non-stock corporations.
- b. To do any act which would cause it to be disqualified as an organization formed exclusively for charitable, non-profit, scientific or educational purposes under the provisions of Section 501(c)(3) and Section 509(a)(3) of the Internal Revenue Code as amended.
- c. To devote a substantial part of its activities to attempting to influence legislation by propaganda, or otherwise; or to directly or indirectly participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office; or to have objectives and to engage in activities which characterize it as an "action" organization defined by United States Treasury Regulation. I .501(c)(3)-1(c)(3) as may be amended.

ARTICLE V
STOCK

The Corporation shall not have authority to issue capital stock.

ARTICLE VI
BOARD OF DIRECTORS

The affairs and management of the Corporation shall be under the control of a Board of Directors consisting of not less than five (5) members. The following Directors shall constitute the initial incorporating Board: _____.
This incorporating Board shall nominate and vote into office the initial Board of Directors following the guidelines outlined in the corporation's Bylaws. Additional rights, privileges and qualifications of the Directors, and the number of members of the Board of Directors, shall be determined according to the Bylaws.

ARTICLE VII
DURATION

The term for which the Corporation is to exist is perpetual.

ARTICLE VIII
AMMENDMENTS TO ARTICLES OF INCORPORATION

The Board of Directors of the Corporation shall have the right from time to time to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, except that no such amendment, alteration, change, or repeal shall be made which shall:

1. Operate to permit the use, application, or disbursement of any of the principal or income of the corporate property or any part thereof for any purpose other than those herein expressly provided for, or other exclusively non-profit, charitable, scientific, or educational purposes.
2. Operate to permit the principal or income of any bequest, devise, grant, or gift to the Corporation to be used contrary to the conditions, limitations, or restrictions contained in any such bequest, devise, grant or gift.

The Corporation further reserves the right to avail itself of all provisions of the statutes of the State of _____ existing or hereafter adopted pertaining to non-profit corporations and to assume all of the duties and obligations imposed by such statutes.

ARTICLE IX
DISTRIBUTION; DISSOLUTION

The Corporation is not organized nor shall it be operated for pecuniary gain or profit and it does not contemplate the distribution of gains, profits or dividends to the Directors thereof and is organized solely for non-profit purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to health care purposes and no part of the profits or net

income of the Corporation shall ever inure to the benefit of any Director or officer thereof, or to the benefit of any other private person, except for reasonable compensation for services rendered and to make payments and distributions in furtherance of tax-exempt purposes under IRS Section 501(c)(3).

Upon the winding up and dissolution of the Corporation after paying or adequately providing for the debts and obligations of the Corporation, the remaining assets of the Corporation shall be distributed to _____ so long as it shall have maintained its status as a 501(c)(3) organization. In the event that the college is unable to receive the remaining assets, for any reason, at the time of the winding up and dissolution of the Corporation, then all of the remaining assets of the Corporation shall be distributed to such organization or organizations organized and operated exclusively for charitable, non-profit, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code as amended or the corresponding provision of any future federal Internal Revenue statute and as shall have purposes similar to that of the college, in such manner as the Board of Directors shall determine.

ARTICLE X
INDEMNIFICATION

The Corporation's power to indemnify Directors, officers, employees and agents of the Corporation shall be in accordance with Section 33-31-852 of the Corporations and Associations Article of the Annotated Code of South Carolina and shall be as set out in the Bylaws of the Corporation.

IN WITNESS THEREOF, I have signed these Articles of Incorporation this ____ day of _____, _____, and acknowledge same to be my act.

_____,
Incorporator