



Form Revision Date 07/2016

ARTICLES OF INCORPORATION

For use by DOMESTIC NONPROFIT CORPORATION

Pursuant to the provisions of Act 162, Public Acts of 1982, the undersigned corporation executes the following Articles:

ARTICLE I

The name of the corporation is:

ANDERMAN CHARITIES

ARTICLE II

The purpose or purposes for which the corporation is formed are:

2.01 Purpose

Anderman Charities is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

Anderman Charities' purpose is to organize and manage fundraisers for other 501(c) entities who would like to carry out fundraising activities for charitable organizations within their membership, but do not have the means or background to execute such a program.

Will provide education and support to 501(c) organizations to help them establish, manage and run their own charitable fundraising programs.

At times, per the discretion of the board of directors, we may provide other logistics and material support for other charitable and non-profit organizations and their activities.

Anderman Charities is a politically neutral corporation and shall never knowingly engage in political or legislative activities or fundraising.

ARTICLE III

The Corporation is formed upon basis.

If formed on a stock basis, the total number of shares the corporation has authority to issue is

If formed on a nonstock basis, the description and value of its real property assets are (if none, insert "none"):

None

The description and value of its personal property assets are (if none, insert "none"):

None

The corporation is to be financed under the following general plan:

The corporation will be solely funded through charitable donations from the general public.

The Corporation is formed on a basis.

ARTICLE IV

The street address of the registered office of the corporation and the name of the resident agent at the registered office (P.O. Boxes are not acceptable):

- 1. Agent Name: DAVID J WESTOVER
- 2. Street Address: 3132 STONELEIGH DR
- Apt/Suite/Other:
- City: LANSING

State: MI

Zip Code: 48910

3. Registered Office Mailing Address:

P.O. Box or Street Address: 3132 STONELEIGH DR

Apt/Suite/Other:

City: LANSING

State: MI

Zip Code: 48910

ARTICLE V

The name(s) and address(es) of the incorporator(s) is (are) as follows:

Name	Residence or Business Address
NATHAN BALYEAT	6 N VISTA DR, AUBURN HILLS, MI 48326 USA
DANIEL SPARKS-JACKSON	502 MCKINLEY ST, CHELSEA, MI 48118 USA
CORY SNEDDEN	22033 RAYMOND ST, ST. CLAIR SHORES, MI 48082 USA
DAVID WESTOVER	3132 STONELEIGH DR, LANSING, MI 48910 USA
GEOFFREY ZOELLER	12 VISTA DRIVE, BOONTON, NJ 07005 USA

Use the space below for additional Articles or for continuation of previous Articles. Please identify any Article being continued or added.

ARTICLE VI, NON-PROFIT NATURE

6.01 NON-PROFIT NATURE

ANDERMAN CHARITIES IS ORGANIZED EXCLUSIVELY FOR CHARITABLE AND EDUCATIONAL PURPOSES INCLUDING, FOR SUCH PURPOSES, THE MAKING OF DISTRIBUTIONS TO ORGANIZATIONS THAT QUALIFY AS EXEMPT ORGANIZATIONS UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE, OR CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE. NO PART OF THE NET EARNINGS OF ANDERMAN CHARITIES SHALL INURE TO THE BENEFIT OF, OR BE DISTRIBUTABLE TO ITS MEMBERS, TRUSTEES, 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 SET FORTH IN THE PURPOSE CLAUSE HEREOF.

NOTWITHSTANDING ANY OTHER PROVISION OF THIS DOCUMENT, THE CORPORATION SHALL NOT CARRY ON ANY OTHER ACTIVITIES NOT PERMITTED TO BE CARRIED ON (A) BY ANY ORGANIZATION EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE, CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE, OR (B) BY AN ORGANIZATION, CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170(C)(2) OF THE INTERNAL REVENUE CODE, OR CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE.

ANDERMAN CHARITIES IS NOT ORGANIZED AND SHALL NOT BE OPERATED FOR THE PRIVATE GAIN OF ANY PERSON. THE PROPERTY OF THE CORPORATION IS IRREVOCABLY DEDICATED TO ITS CHARITABLE AND EDUCATIONAL PURPOSES. NO PART OF THE ASSETS, RECEIPTS, OR NET EARNINGS OF THE CORPORATION SHALL INURE TO THE BENEFIT OF, OR BE DISTRIBUTED TO ANY INDIVIDUAL. THE CORPORATION MAY, HOWEVER, PAY REASONABLE COMPENSATION FOR SERVICES RENDERED, AND MAKE OTHER PAYMENTS AND DISTRIBUTIONS CONSISTENT WITH THESE ARTICLES.

6.02 INDEMNIFICATION

EACH PERSON WHO IS OR WAS A DIRECTOR OR AN OFFICER OF THIS CORPORATION, AND EACH PERSON WHO SERVES OR HAS SERVED AT THE REQUEST OF THIS CORPORATION, AS A DIRECTOR, OFFICER, AGENT, OR COMMITTEE MEMBER OF ANY OTHER CORPORATION, PARTNERSHIP, JOINT VENTURE, TRUST OR OTHER ENTERPRISE SHALL BE INDEMNIFIED BY THE CORPORATION TO THE FULLEST EXTENT PERMITTED BY THE CORPORATION LAWS OF THE STATE OF MICHIGAN AS THEY MAY BE IN EFFECT FROM TIME TO TIME. THIS CORPORATION MAY PURCHASE AND MAINTAIN INSURANCE ON BEHALF OF ANY SUCH PERSON AGAINST ANY LIABILITY ASSERTED AGAINST AND INCURRED BY SUCH PERSON IN ANY SUCH CAPACITY OR ARISING OUT OF HIS OR HER STATUS AS SUCH, WHETHER OR NOT THE CORPORATION WOULD HAVE POWER TO INDEMNIFY SUCH PERSON AGAINST SUCH LIABILITY UNDER THE LAWS OF THE STATE OF MICHIGAN.

6.03 DIRECTOR/OFFICER LIABILITY

NO MEMBER OF THE BOARD OF DIRECTORS OF THE CORPORATION WHO IS A VOLUNTEER DIRECTOR, AS THAT TERM IS DEFINED IN THE ACT, OR A VOLUNTEER OFFICER OF THE CORPORATION SHALL BE PERSONALLY LIABLE TO THIS CORPORATION FOR MONETARY DAMAGES FOR A BREACH OF THE DIRECTOR'S OR THE VOLUNTEER OFFICER'S FIDUCIARY DUTY ARISING UNDER THE ACT OR OTHER APPLICABLE LAW; PROVIDED, HOWEVER, THAT THIS PROVISION SHALL NOT ELIMINATE OR LIMIT THE LIABILITY OF A DIRECTOR OR VOLUNTEER OFFICER FOR ANY OF THE FOLLOWING:

1. THE AMOUNT OF A FINANCIAL BENEFIT RECEIVED BY A DIRECTOR OR VOLUNTEER OFFICER TO WHICH HE OR SHE IS NOT ENTITLED;
2. INTENTIONAL INFLICTION OF HARM ON THE CORPORATION, ITS SHAREHOLDERS (IF ANY), OR MEMBERS (IF ANY);
3. A VIOLATION OF SECTION 551 OF THE ACT;
4. AN INTENTIONAL CRIMINAL ACT; OR

5. A LIABILITY IMPOSED UNDER SECTION 497(A) OF THE ACT.

IF THE ACT IS AMENDED AFTER THE FILING OF THESE ARTICLES OF INCORPORATION TO AUTHORIZE THE FURTHER ELIMINATION OR LIMITATION OF THE LIABILITY OF DIRECTORS OF NONPROFIT CORPORATIONS, THEN THE LIABILITY OF MEMBERS OF THE BOARD OF DIRECTORS, IN ADDITION TO THE LIMITATION, ELIMINATION AND ASSUMPTION OR PERSONAL LIABILITY CONTAINED IN THIS ARTICLE 6.03, SHALL BE ASSUMED BY THE CORPORATION OR ELIMINATED OR LIMITED TO THE FULLEST EXTENT PERMITTED BY THE ACT AS SO AMENDED, EXCEPT TO THE EXTENT SUCH LIMITATION, ELIMINATION, OR ASSUMPTION OF LIABILITY IS INCONSISTENT WITH STATUS OF THE CORPORATION AS AN ORGANIZATION DESCRIBED IN SECTION 501(C)(3) OF THE CODE. NO AMENDMENT OR REPEAL OF THIS ARTICLE 6.03 SHALL APPLY TO OR HAVE ANY EFFECT ON THE LIABILITY OR ALLEGED LIABILITY OF ANY MEMBER OF THE BOARD OF DIRECTORS OF THIS CORPORATION FOR OR WITH RESPECT TO ANY ACTS OR OMISSIONS OF SUCH DIRECTOR OCCURRING PRIOR TO THE EFFECTIVE DATE OF ANY SUCH AMENDMENT OR REPEAL.

6.04 DISSOLUTION

UPON TERMINATION OR DISSOLUTION OF THE ANDERMAN CHARITIES, ANY ASSETS LAWFULLY AVAILABLE FOR DISTRIBUTION SHALL BE DISTRIBUTED TO ONE (1) OR MORE QUALIFYING ORGANIZATION DESCRIBED IN SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE OF 1986 (OR DESCRIBED IN ANY CORRESPONDING PROVISION OF AN SUCCESSOR STATUE) WHICH ORGANIZATION OR ORGANIZATIONS HAVE A CHARITABLE PURPOSE.

THE ORGANIZATION(S) TO RECEIVE THE ASSETS OF THE ANDERMAN CHARITIES HEREUNDER SHALL BE SELECTED BY THE DISCRETION OF A MAJORITY OF THE MANAGING BODY OF THE ANDERMAN CHARITIES AND IF IT'S MEMBERS CANNOT SO AGREE, WILL BE DIVIDED EQUALLY AMONGST A LIST OF ENTITIES CREATED BY EACH DIRECTOR NAMING ONE (1) QUALIFIED ORGANIZATION.

6.04 PROHIBITED DISTRIBUTIONS

NO PART OF THE NET EARNINGS, OR PROPERTIES OF THIS CORPORATION, ON DISSOLUTION OR OTHERWISE, SHALL INURE TO THE BENEFIT OF, OR BE DISTRIBUTABLE TO, IT MEMBERS, DIRECTORS OFFICERS OR OTHER PRIVATE PERSON OR INDIVIDUAL, EXCEPT THAT THE CORPORATION SHALL BE AUTHORIZED AND EMPOWERED TO PAY REASONABLE COMPENSATION FOR SERVICES RENDERED AND TO MAKE PAYMENTS AND DISTRIBUTION IN FURTHERANCE OF THE PURPOSES SET FORTH IN ARTICLE II, SECTION 2.01

6.05 RESTRICTED ACTIVITIES

NO PART OF THE CORPORATION'S ACTIVITIES SHALL BE THE CARRYING ON OF PROPAGANDA, OR OTHERWISE ATTEMPTING TO INFLUENCE LEGISLATION, AND THE CORPORATION SHALL NOT PARTICIPATE IN, OR INTERVENE (INCLUDING THE PUBLISHING OR DISTRIBUTION OF STATEMENTS) IN ANY POLITICAL CAMPAIGN ON BEHALF OF OR IN OPPOSITION TO ANY CANDIDATE FOR PUBLIC OFFICE.

6.06 PROHIBITED ACTIVITIES

NOTWITHSTANDING ANY OTHER PROVISION OF THIS ARTICLES, THE CORPORATION SHALL NOT CARRY ON ANY ACTIVITIES NOT PERMITTED TO BE CARRIED ON (I) BY A CORPORATION EXEMPT FROM FEDERAL INCOME TAX AS AN ORGANIZATION DESCRIBED BY SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE, OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE, OR (II) BY A CORPORATION, CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170(C)(2) OF THE INTERNAL REVENUE CODE, OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE.

ARTICLE VII, DURATION

7.01 DURATION

THE PERIOD OF DURATION OF THE CORPORATION IS PERPETUAL.

ARTICLE VIII, AMENDMENTS

8.01 AMENDMENTS

ANY AMENDMENT TO THE ARTICLE OF INCORPORATION MAY BE ADOPTED BY APPROVAL OF TWO-THIRDS (?) OF THE BOARD OF DIRECTORS.

ARTICLE IX, CORPORATE ADDRESS

9.01 CORPORATE ADDRESS

THE PHYSICAL ADDRESS OF THE CORPORATION IS:

3132 STONELEIGH DR LANSING, MI 48910

THE MAILING ADDRESS OF THE CORPORATION IS:

12 VISTA DR BOONTON, NJ 07005

Signed this 27th Day of June, 2022 by the incorporator(s).

Signature	Title	Title if "Other" was selected
NATHAN BALYEAT	Incorporator	
DAVID WESTOVER	Incorporator	
DANIEL SPARKS-JACKSON	Incorporator	
CORY SNEDDEN	Incorporator	

GEOFFREY ZOELLER

Incorporator

By selecting ACCEPT, I hereby acknowledge that this electronic document is being signed in accordance with the Act. I further certify that to the best of my knowledge the information provided is true, accurate, and in compliance with the Act.

Decline Accept

MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS

FILING ENDORSEMENT

This is to Certify that the ARTICLES OF INCORPORATION

for

ANDERMAN CHARITIES

ID Number: 802865633

received by electronic transmission on June 27, 2022 ***, is hereby endorsed.***

Filed on June 28, 2022 ***, by the Administrator.***

The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.



In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 28th day of June, 2022.

Linda Clegg

Linda Clegg, Director

Corporations, Securities & Commercial Licensing Bureau