

MICHIGAN
ARTICLES OF ASSOCIATION

(Non-Profit Corporation)

OF

Under Act No. 84, Public Acts, 1921

Prepared by Charles J. Deland, Secretary

INSTRUCTIONS FOR PREPARING ARTICLES
OF ASSOCIATION OF NON-PROFIT
CORPORATIONS.

Corporations whose purposes do not include the transaction of commercial or other business for a direct pecuniary profit to the members or stockholders, shall be governed by the provisions of this chapter in addition to such other provisions of this act as may be applicable thereto. Provided, That such corporations may transact business upon the co-operative plan, if done without direct pecuniary profit to the members or stockholders. Such corporations may be organized upon either a stock share basis or upon a non-stock basis, and the membership therein may be limited either as to number or qualifications as fixed in the articles or by-laws.

If organized upon a stock share plan the shares of such corporations shall be of denominations of ten dollars, or a multiple of ten dollars, but shall not exceed one hundred dollars.

The property and lawful business of such corporations shall be held and managed by a board of trustees or directors. No such board shall be less than three in number, and each such trustee or director shall be a member or stockholder of such corporation as the case may be.

No corporation organized for non-profit shall be capitalized for an amount in excess of the sum of money necessary to carry out its purposes, including the purchase or leasing of such property as may be required for its office or in its lawful business affairs, the payment of salaries and expenses of its officers for a period not exceeding five years from the time of incorporation, and the estimated expense of conducting and consummating its purposes aside from annual or other periodical contributions from sources other than the revenue derived from annual membership fees, and no such corporation shall hereafter be capitalized at more than five hundred thousand dollars without the consent and approval of the Michigan Securities Commission created by Act No. 14 of the Public Acts of 1915, after a hearing upon the merits and necessities therefor.

The provisions of this Chapter shall be held to apply to all associations, societies and corporations of the nature of clubs, boards of trade and commerce, associations of persons engaged in the same or allied professions, trades, occupations and industries, when such persons desire to associate for mutual benefit, comfort or instruction not involving direct pecuniary profit; and to societies for the advancement of particular scientific or sociological, political views or opinions, the collection and dissemination of historical or scientific facts, the advancement of literature, cultivation of art, the prevention of cruel and inhuman practices, and to any other such society whether enumerated herein or not, so long as the purpose or purposes thereof are lawful, and not for direct pecuniary profit of the members: Provided, That any association or society heretofore incorporated and now existing whose purpose is to provide for the relief of distressed members, visitation of the sick, burial of the dead, and the payment of a voluntary sick or burial benefit to or for members, not exceeding in all the sum of one hundred fifty dollars on account of any one member, or the buying and selling of products, for its members without direct pecuniary profit to the association or its members may operate under this chapter as a non-profit corporation.

Where there are more than three incorporators or subscribers they may, by suitable resolution adopted at the organization meeting, designate any three among themselves to sign and acknowledge the articles for themselves and for the remainder of such incorporators or subscribers, in which case the copy of the resolution, duly certified by the person acting as secretary of such meeting shall accompany the articles.

All articles of association must be executed in triplicate and accompanied by following fees: filing, examining and certifying articles \$3.00; franchise fee \$10.00. Uncertified checks will not be accepted.

It is recommended that the blanks furnished by the Secretary of State be used in all cases. The price of blanks is twenty-five cents per set of three.

This is to certify these articles of association to be a true copy of the original on file in this office.

Charles J. Deland
Secretary of State

Corporation Division
Department of State
Lansing - Michigan.