DSCB:15-7316

# ARTICLES OF INCORPORATION
## DOMESTIC NON-PROFIT CORPORATION

**FEE $75.00**

CORPORATION BUREAU
**DEPARTMENT OF STATE**
ROOM 308, NORTH OFFICE BLDG.
HARRISBURG, PA 17120

1 NAME OF CORPORATION

ISRAEL GUIDE DOG CENTER FOR THE BLIND

2 ADDRESS OF REGISTERED OFFICE IN PENNSYLVANIA (P.O. BOX NUMBER NOT ACCEPTABLE)

701 Easton Road

| 3 CITY | COUNTY | STATE | ZIP CODE |
|---|---|---|---|
| Warrington | Bucks 9 | Pennsylvania | 18976 |

4 EXPLAIN THE PURPOSE OF THE CORPORATION

The corporation is incorporated under the Nonprofit Corporation Law of the Commonwealth of Pennsylvania for the following purpose or purposes:

The corporation is organized exclusively for charitable, literary, scientific, religious and educational purposes provided for under Section 501 (c)(3) of the Internal Revenue Code of 1986 and does not contemplate pecuniary gain or profit, incidental or otherwise.

(SEE ATTACHED)

(ATTACH 8½x11 SHEET IF NECESSARY)

5 THE CORPORATION DOES NOT CONTEMPLATE PECUNIARY BENEFIT OR GAIN INCIDENTAL OR OTHERWISE.

6 (OPTIONAL) THE CORPORATION IS TO HAVE NO MEMBERS

7 CHECK APPROPRIATE SECTION:

[X] THE CORPORATION IS TO BE ORGANIZED ON A NON-STOCK BASIS

[ ] THE CORPORATION IS TO BE ORGANIZED ON A STOCK BASIS AS FOLLOWS:

| Number and Class of Shares (if applicable) | Par Value Per Share if Any | Total Authorized Capital | Term of Existence |
|---|---|---|---|
| N/A | N/A | N/A | Perpetual |

8 Name and Address of Each Incorporator,

| Name | Address (Street, City, State, Zip Code) |
|---|---|
| NORMAN L. LEVENTHAL, (Pres.) | 701 Easton Road, Warrington, PA 18976 |
| ARTHUR POLEY (V.P.) | 325 Saw Mill Lane, Horsham, PA 10944 |
| LARRY BROWN (Treasurer) | Groveland Road, Pipersville, PA 18947 |
| HERBERT GORDON (Sec.) | 2772 Red Gate Drive, Doylestown, PA 18901 |

(ATTACH 8½ x 11 SHEET IF NECESSARY)

IN TESTIMONY WHEREOF, THE INCORPORATORS HAVE SIGNED AND SEALED THE ARTICLES OF INCORPORATION THIS 24th DAY OF AUGUST 1988.

Norman L. Leventhal

Arthur Poley

Herbert Gordon

-FOR OFFICE USE ONLY-

| 030 FILED | 002 CODE | 003 REV BOX | SEQUENTIAL NO. | 100 MICROFILM NUMBER | |
|---|---|---|---|---|---|
| AUG 29 1988 | | | | 8864 773 | |
| | REVIEWED BY | 004 SICC | AMOUNT $ | 001 CORPORATION NUMBER 1051954 | |
| | DATE APPROVED | | | | |
| | DATE REJECTED | CERTIFY TO [ ] REV. | INPUT BY | LOG IN | LOG IN (REFILE) |
| Secretary of the Commonwealth | MAILED BY DATE | [✓] L & I | VERIFIED BY | LOG OUT | LOG OUT (REFILE) |

DSCB 7316

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ANSWER TO QUESTION 14 OF CORPORATE
REGISTRY INFORMATION FORM DSCB:BCL-206 (Rev.81)

CHARITABLE PURPOSE: To establish, support and promote the existence of a guide dog training center for the blind in Israel. This non-profit corporation is organized exclusively for charitable, scientific, educational, religious and literary purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code. The main business activity planned within one year of incorporation is to educate and promote this worthy and lawful cause, and to solicit funds from the general public and corporate sector to facilitate operations.

# BY-LAWS

## ARTICLE I - OFFICES

1. The registered office of the corporation shall be at 701 Easton Road, Warrington, Bucks County, Pennsylvania.

2. The corporation may also have offices at such other places as the Board of Directors may from time to time appoint or the activities of the corporation may require.

## ARTICLE II - SEAL

1. The corporate seal shall have inscribed thereon the name of the corporation, the year of its organization and the words "Corporate Seal, Pennsylvania".

## ARTICLE III - MEMBERS

1. There shall be no members, as such, of the corporation.

## ARTICLE IV - DIRECTORS

1. The business and affairs of this corporation shall be managed by its Board of Directors, four in number, who shall be natural persons of full age and who need not be residents of this Commonwealth. Each shall be elected by the majority vote of the other members of the Board of Directors at the annual meeting of the Board of Directors of the corporation, and each

director shall be elected for the term of four years and until his successor shall be elected and shall qualify.

2. The incorporators shall constitute the initial Board of Directors of the Corporation and they shall elect the other members of the Board of Directors at the organization meeting.

3. In addition to the powers and authorities by these By-Laws expressly conferred upon them, the Board of Directors may exercise all such powers of the corporation and do all such lawful acts and things as are not by statute or by the Articles or by these By-Laws directed or required to be exercised or done by any other body.

4. The meeting of the Board of Directors may be held at such times and at such place or places within this Commonwealth, or elsewhere, as a majority of the directors may from time to time appoint, or as may be designated in the notice calling the meeting. An annual meeting of the Board of Directors shall be held on the 1st Wednesday of February in each year if not a legal holiday, and if a legal holiday, then on the next full business day following at 8 o'clock P.M. when they shall elect a Board of Directors and transact such other business as may properly be brought before the meeting. If the annual meeting shall not be called and held within six months after the designated time, any member of the Board may call such meeting.

5. Written or personal notice of every meeting of the Board of Directors shall be given to each director at least five days prior to the day named for the meeting.

6. A majority of the directors in office shall be necessary to constitute a quorum for the transaction of business and the acts of a majority of the directors present at a meeting at which a quorum is present shall be the acts of the Board of Directors. Any action which may be taken at a meeting of the directors may be taken without a meeting, if a consent or consents in writing setting forth the action so taken shall be signed by all of the directors in office and shall be filed with the Secretary of the corporation.

The members of the Board of Directors present at a duly organized meeting at which a quorum is present can continue to do business until adjournment, notwithstanding the withdrawal of enough members to leave less than a quorum. If a meeting cannot be organized because a quorum has not attended, those present may, except as otherwise provided by statute, adjourn the meeting to such time and place as they may determine, and those who attend the second of such adjourned meetings, although less than a quorum, shall nevertheless constitute a quorum for the purpose of acting upon any resolution or other matter set forth in the notice of the meeting, if written notice of such second adjourned meeting, stating that those members of the Board of Directors who attend shall constitute a quorum for the purpose of acting upon such resolution or other matter, is given to each member of the Board of Directors at least 5 days prior to the day named for the second adjourned meeting.

7. The Board of Directors may, by resolution adopted by a majority of the directors in office, establish one or more committees to consist of one or more directors of the corporation. Any such committee, to the extent provided in the resolution of the Board of Directors or in the By-Laws, shall have and may exercise all of the powers and authority of the Board of Directors, except that no such committee shall have any power or authority as to the following:

(a) The adoption, amendment or repeal of the By-Laws.

(b) The amendment or repeal of any resolution of the Board.

(c) Action on matters committed by the By-Laws or resolution of the Board of Directors to another committee of the Board.

(d) The execution of Contracts binding the corporation.

8. The Board may designate one or more directors as alternate members of any committee, who may replace any absent or disqualified member at any meeting of the committee. In the absence or disqualification of a member of a committee, the member or members thereof present at any meeting and not disqualified from voting, whether or not he or they constitute a quorum, may unanimously appoint another director to act at the meeting in the place of any such absent or disqualified member. Each committee of the Board shall serve at the pleasure of the Board.

9. The Board of Directors shall have the authority to fix the compensation of directors for their services as such, and a director may also be a salaried officer of the corporation.

10. The Board of Directors, by affirmative vote of two-thirds of all of the members of the Board, may suspend or expel a member of the Board for cause after an appropriate hearing.

11. The Board of Directors may declare vacant the office of a director if he is declared of unsound mind by an order of court or is convicted of felony, or if within sixty days after notice of his selection, he does not accept such office either in writing or by attending a meeting of the Board of Directors, and fulfill such other requirements of qualification as the By-Laws may specify.

ARTICLE V - OFFICERS

1. The executive officers of the corporation shall be chosen by the directors, and shall be a President, Vice President, Secretary, Treasurer, and such other officers and assistant officers as the needs of the corporation may require. The President and Secretary shall be natural persons of full age; the Treasurer, however, may be a corporation, but if a natural person, shall be of full age. They shall hold their offices for a term of one year and shall have such authority as shall from time to time be prescribed by resolution

of the Board. It shall not be necessary for the officers to be directors and any number of offices may be held by the same person. The Board of Directors may secure the fidelity of any or all such officers by bond or otherwise.

2. Any officer or agent may be removed by the Board of Directors whenever in its judgment the best interests of the corporation will be served thereby, but such removal shall be without prejudice to the contract rights of any person so removed.

3. The President shall be the chief executive officer of the corporation; he shall preside at all meetings of the directors; he shall have general and active management of the affairs of the corporation; shall see that all orders and resolutions of the Board are carried into effect, subject, however, to the right of the directors to delegate any specific powers, except such as may be by statute exclusively conferred on the President, to any other officer or officers of the corporation. He shall execute bonds, mortgages and other documents requiring a seal, under the seal of the corporation. He shall be EX-OFFICIO a member of all committees and shall have the general powers and duties of supervision and management usually vested in the office of President.

4. The Vice President shall act in all cases for and as the President in the latter's absence or incapacity, and shall perform such other duties as he may be required to do from time to time.

5. The Secretary shall attend all sessions of the Board and act as clerk thereof, and record all the votes of the corporation and the minutes of all its transactions in a book to be kept for that purpose; and shall perform like duties for all committees of the Board of Directors when required. He shall give, or cause to be given, notice of all meetings of the Board of Directors, and shall perform such other duties as may be prescribed by the Board of Directors or President, under whose supervision he shall be. He shall keep in safe custody the corporate seal of the corporation, and when authorized by the Board, affix the same to any instrument requiring it.

6. The Treasurer shall have custody of the corporate funds and securities and shall keep full and accurate accounts of receipts and disbursements in books belonging to the corporation, and shall keep the moneys of the corporation in a separate account to the credit of the corporation. He shall disburse the funds of the corporation as may be ordered by the Board, taking proper vouchers for such disbursements, and shall render to the President and directors, at the regular meetings of the Board, or whenever they may require it, an account of all his transactions as Treasurer and of the financial condition of the corporation.

## ARTICLE VI - VACANCIES

1. If the office of any officer or agent, one or more, becomes vacant for any reason, the Board of Directors may

choose a successor or successors, who shall hold office for the unexpired term in respect of which such vacancy occurred.

2. Vacancies in the Board of Directors, including vacancies resulting from an increase in the number of directors, shall be filled by a majority of the remaining members of the Board, though less than a quorum, and each person so elected shall be a director until his successor is elected by the other members of the Board of Directors.

## ARTICLE VII - BOOKS AND RECORDS

1. The corporation shall keep an original or duplicate record of the proceedings of the directors, the original or a copy of its By-Laws, including all amendments thereto to date, certified by the Secretary of the corporation, and an original or a duplicate register, giving the names of the members of the Board of Directors, and showing their respective addresses. The corporation shall also keep appropriate, complete and accurate books or records of account. The records provided for herein shall be kept at either the registered office of the corporation in this Commonwealth, or at its principal place of business wherever situated.

2. Every member of the Board of Directors shall, upon written demand under oath stating the purpose thereof, have a right to examine, in person or by agent or attorney, during the usual hours for business for any proper purpose, the register, books and records of account, and records of

the proceedings of the directors, and to make copies or extracts therefrom. A proper purpose shall mean a purpose reasonably related to the interest of such person as a member of the Board of Directors. In every instance where an attorney or other agent shall be the person who seeks the right to inspection, the demand under oath shall be accompanied by a power of attorney or such other writing which authorizes the attorney or other agent to so act on behalf of the member of the Board of Directors. The demand under oath shall be directed to the corporation at its registered office in this Commonwealth or at its principal place of business wherever situated.

## ARTICLE VIII - TRANSACTION OF BUSINESS

1. The corporation shall make no purchase of real property nor sell, mortgage, lease away or otherwise dispose of its real property, unless authorized by a vote of two-thirds of the members in office of the Board of Directors, except that whenever there are twenty-one or more directors in office, the vote of a majority of the members shall be sufficient. If the real property is subject to a trust the conveyance away shall be free of trust and the trust shall be impinged upon the proceeds of such conveyance.

2. Whenever the lawful activities of the corporation involve among other things the charging of fees or prices for its services or products, it shall have the right to

receive such income and, in so doing, may make an incidental profit. All such incidental profits shall be applied to the maintenance and operation of the lawful activities of the corporation, and in no case shall be divided or distributed in any manner whatsoever among the directors or officers of the corporation.

3. All checks or demands for money and notes of the corporation shall be signed by such officer or officers as the Board of Directors may from time to time designate.

ARTICLE IX - ANNUAL REPORT

1. The President and Treasurer shall present annually to the Board of Directors a report showing in appropriate detail the following:

(a) The assets and liabilities, including the trust funds, of the corporation as of the end of the fiscal year immediately preceding the date of the report.

(b) The principal changes in assets and liabilities including trust funds, during the year immediately preceding the date of the report.

(c) The revenue or receipts of the corporation, both unrestricted and restricted to particular purposes, for the year immediately preceding the date of the report, including separate data with respect to each trust fund held by or for the corporation.

(d) The expenses or disbursements of the corporation, for both general and restricted purposes, during the year immediately preceding the date of the report, including separate data with respect to each trust fund held by or for the corporation.

This report shall be filed with the minutes of the annual meeting of the Board of Directors.

## ARTICLES X - NOTICES

1. Whenever written notice is required to be given to any person, it may be given to such person, either personnally or by sending a copy thereof by first class mail, postage prepaid, or by telegram, charges prepaid, to his address appearing on the books of the corporation, or supplied by him to the corporation for the purpose of notice. If the notice is sent by mail or by telegraph, it shall be deemed to have been given to the person entitled thereto when deposited in the United States mail or with a telegraph office for transmission to such person. A notice of meeting shall specify the place, day and hour of the meeting and any other information required by statute or these By-Laws. When a special meeting is adjourned it shall not be necessary to give any notice of the adjourned meeting or of the business to be transacted at an adjourned meeting, other than by announcement at the meeting at which such adjournment is taken.

2. Whenever any written notice is required to be given under the provisions of the statute or the Articles

or By-Laws of this corporation, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice. Except as otherwise required by statute, neither the business to be transacted at nor the purpose of a meeting need be specified in the waiver of notice of such meeting. Attendance of a person at any meeting shall constitute a waiver of notice of such meeting, except where a person attends a meeting for the express purpose of objecting, at the beginning of the meeting, to the transaction of any business because the meeting was not lawfully called or convened.

## ARTICLE XI - MISCELLANEOUS PROVISIONS

1. One or more persons may participate in a meeting of the Board by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other. Participation in a meeting pursuant to this section shall constitute presence in person at such meeting.

2. The fiscal year shall begin on the first day of January and shall end of December 31st.

## ARTICLE XII - AMENDMENTS

1. By-Laws may be adopted, amended or repealed by the vote of members of the Board of Directors at any regular or special meeting duly convened after notice of that purpose.

In furtherance of such purposes, the corporation may undertake activities as the Board of Directors shall approve so long as such activities are within the purposes permitted by these Articles.

As this nonprofit corporate name implies, the goal of this organization is to enable the blind in Israel to train and enhance their lives through the use of seeing eye dogs. To function in accordance with the purpose of these articles, this publicly supported charitable organization (following the review and approval of the uses to which the funds are to be put, by the Board of Directors, named above), shall be permitted to spend money in furtherance of its goals in every country in which it solicits its funds, including but not limited to the United States, Israel, England, Canada, Australia and South America.

To further the purposes set forth in the above paragraphs, the corporation is empowered to accept gifts, grants, devises, or bequests of funds, or any other property from any public or governmental body and any private person, who shall include, but not be limited to, private and public foundations, corporations and individuals.

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its Directors, members, 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 above.

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 preparation or distribution of statements) any political campaign on behalf of any candidate for public office. 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 Section 501 (c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

If the corporation shall be determined to be a "private foundation" within the meaning of Section 509 of the Internal Revenue Code, it shall be required to distribute its income or other assets at such time and in such manner so that the corporation will not be subject to the tax under Section 4942 of the Internal Revenue Code: and further, it shall be prohibited from engaging in any act of self-dealing (as defined in Section 4941(d) of the Internal Revenue Code), from retaining any excess business holdings (as defined in Section 4943(c) of the Internal Revenue Code), from making any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code, and from making any taxable expenditures (as defined in Section 4945(d) of the Internal Revenue Code).

Upon the dissolution of the corporation, the Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation,dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, scientific, educational, religious or literary purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code, as the Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Court of Common Pleas 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 said Court shall determine, which are organized and operated exclusively for such purposes.

All references to the "Internal Revenue Code" shall mean the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law.

DSCB:BCL-206 (Rev. 81)

Filing Fee: None

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
CORPORATION BUREAU
308 NORTH OFFICE BUILDING
HARRISBURG, PA. 17120

# CORPORATE REGISTRY INFORMATION FOR DEPARTMENTS OF STATE AND REVENUE

(FILE IN TRIPLICATE)

BUREAU USE ONLY (T/C 53)

| | |
|---|---|
| Department of State Number | |
| Box Number | |
| Filing Period | Inc. Date 3 4 5 |
| Standard Industrial Code | Report Code |

☐ BUSINESS CORPORATION ☒ NON-PROFIT CORPORATION ☐ MOTOR VEHICLE FOR HIRE

1 Name of Corporation/Business: ISRAEL GUIDE DOG CENTER for the BLIND

2 Federal E.I.N.: 23-2519029

3 Location of Initial Registered Office in Pennsylvania (Street/Route, City, County, State, Zip Code)
701 EASTON ROAD
(Street and Number or R.D. Number and Box)
WARRINGTON (City or Town) BUCKS (County) PENNSYLVANIA (State) 18976 (Zip Code)

4 Mailing Address if different than # 3 (location where correspondence, tax report forms, etc. are to be sent)
(Street and Number/or R.D. Number and Box) N/A
(City or Town) (County) (State) (Zip Code)

5A Foreign corporations: Location of proposed registered office (Street and Number, Post Office, State)
N/A

5B Date Business Started in PA. 8/26/88

6 Principal Officers (President, Vice President, Secretary, Treasurer)

| | Name | Title | Social Security Number | Home Address |
|---|---|---|---|---|
| A. | Norman Lee Leventhal | PRES. | 012-22-3288 | 701 Easton Rd., Warrington, PA. 18976 |
| B. | Arthur Poley | V.P. | 171-22-3939 | 325 Saw Mill Lane, Horsham, PA. 10944 |
| C. | Larry Brown | Treas. | 127-28-0678 | Groveland Rd., Pipersville, PA. 18947 |
| D. | Herbert Gordon | SECR. | 202-30-7732 | 2772 Red Gate Drive, Doylestown, PA. 18901 |

7 Date and State of Incorporation or Organization
Date: 8/26/88 State: Pennsylvania

8 Applicant is Operating as: non-profit
☒ Corporation ☐ An Individual ☐ Co-Partnership ☐ Joint Stock Association ☐ Association of Individuals ☐ Other

9 Provide the Act of General Assembly or authority under which you are organized or incorporated (full citation of statute or status — attach a separate sheet if more space is required) 15 PaCSA Section 7301 et seq.

10A Is the corporation authorized to issue capital stock? No ~~Yes~~
If yes, amount authorized?

10B Amount of Capital paid in and Date N/A
Amount: Date:

11 Is the Corporation part of a system operating in Pennsylvania? ☒ No ☐ Yes
If yes, provide parent's box number, name and subsidiary corporation. (Attach a separate sheet listing subsidiary corporation).
Box Number: Name:

12 Corporation's fiscal year ends: December 31st

13 Standard Industrial Classification Code N/A

14 Describe principal Pa. business activity to be engaged in, within one year of this application date (attach separate sheet if necessary).
For Motor Vehicles: Include routes to be traveled.

(SEE ATTACHED)

15

## STATEMENT OF CHANGE IN FILING PERIOD (applicable to Corporations only) N/A

The Corporation listed on the reverse side, with its principal office in Pennsylvania, certifies that its fiscal year closes on ______________ (attach explanation if needed) and that the Corporation reports to the U.S. Government on the same filing basis. Bu was started in Pennsylvania on

## CERTIFICATION

~~I~~/We certify that the information provided on this form has been examined and is, to the best of ~~my~~/our knowledge, true and correct.

Norman L. Leventhal
(Incorporator of Proposed Domestic Business Corporation)
Norman L. Leventhal, President

(Same as above)
(~~Name of Foreign Corporation or~~ Corporate Incorporator)

Attest

Herbert Gordon
(Secretary, ~~Assistant Secretary, Etc.~~)
Herbert Gordon, Secretary
(Corporate Seal)

By Arthur Poley
(~~President~~, Vice President, Etc.)
Arthur Poley, Vice-President

## DEPARTMENT OF STATE USE ONLY:

Certificate of Incorporation ☐, Certificate of Domestication ☐, Certificate of Authority ☐, Issued by the Department of State on

the ______________ day of ______________, A.D. 19____

**NOTE:**

- The Department of Revenue should be notified of any address changes and should be notified annually of any change in Corporate Officers or of a change in authority to issue capital stock.
- All PA. Corporate Tax Reports, except those for Motor Vehicle For Hire, must be filed with the Commonwealth on the same fiscal basis as filed with the United States Government Motor Vehicle For Hire, i.e., Gross Receipts Tax Reports, must be filed on a calendar year basis only.
- This form must be mailed in triplicate to:
  Commonwealth of Pennsylvania
  **Department of State**
  **Corporation Bureau**
  Harrisburg, PA 17120

In the case of a proposed business corporation, this Registry Statement shall be executed by one of the orig corporate members. A corporate incorporator or a foreign business corporation shall be executed under the seal of th corporation by two authorized officers. The Registry Information must be submitted in triplicate, with one statement including a copy of the stated purposes of a foreign corporation. Only one copy need be manually signed. The remaining copies may be either conformed or facsimile copies.

In furtherance of such purposes, the corporation may undertake activities as the Board of Directors shall approve so long as such activities are within the purposes permitted by these Articles.

As this nonprofit corporate name implies, the goal of this organization is to enable the blind in Israel to train and enhance their lives through the use of seeing eye dogs. To function in accordance with the purpose of these articles, this publicly supported charitable organization (following the review and approval of the uses to which the funds are to be put, by the Board of Directors, named above), shall be permitted to spend money in furtherance of its goals in every country in which it solicits its funds, including but not limited to the United States, Israel, England, Canada, Australia and South America.

To further the purposes set forth in the above paragraphs, the corporation is empowered to accept gifts, grants, devises, or bequests of funds, or any other property from any public or governmental body and any private person, who shall include, but not be limited to, private and public foundations, corporations and individuals.

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its Directors, members, 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 above.

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 preparation or distribution of statements) any political campaign on behalf of any candidate for public office. 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 Section 501 (c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

If the corporation shall be determined to be a "private foundation" within the meaning of Section 509 of the Internal Revenue Code, it shall be required to distribute its income or other assets at such time and in such manner so that the corporation will not be subject to the tax under Section 4942 of the Internal Revenue Code: and further, it shall be prohibited from engaging in any act of self-dealing (as defined in Section 4941(d) of the Internal Revenue Code), from retaining any excess business holdings (as defined in Section 4943(c) of the Internal Revenue Code), from making any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code, and from making any taxable expenditures (as defined in Section 4945(d) of the Internal Revenue Code).

Upon the dissolution of the corporation, the Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation,dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, scientific, educational, religious or literary purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code, as the Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Court of Common Pleas 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 said Court shall determine, which are organized and operated exclusively for such purposes.

All references to the "Internal Revenue Code" shall mean the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law.

STEVEN G. LEVENTHAL, ESQ 611
701 EASTON ROAD
WARRINGTON, PA 18976

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7/15 1988

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Pay to the order of JAMES J. HAGGERTY: THE SECRETARY OF THE COMMONWEALTH $ 75.00

Seventy five and xx/100 Dollars

HARLAND EX2 5

Mellon Bank
Mellon Bank (East) N.A.
Philadelphia, PA

Memo I.G.D.C.B.

Steven G. Leventhal, ESQ.

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