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ARTICLES OF INCORPORATION FOR THE
KUSIAK LIONS YOUTH FOUNDATION OF MULTIPLE DISTRICT 22, INCORPORATED

KNOW ALL PERSONS BY THESE PRESENTS, that by resolution heretofore adopted by the membership of the Lions of Multiple District 22, at its Annual Convention in Ocean City, Maryland on May 16, 2004 by a vote of the voting delegates present and voting, the membership approved the Corporation and instructed the undersigned to file these Articles of Incorporation pursuant to the Laws of the State of Maryland.

ARTICLE I

The name of this Corporation shall be the Kusiak Lions Youth Foundation of Multiple District 22, Incorporated.

ARTICLE II---- The period of duration of the nonprofit Corporation shall be perpetual.

ARTICLE III---- The purpose for which the Corporation is established is to provide opportunities for youth advancement through existing and new initiatives for youth by the Lions of Multiple District 22 in the name of International President Clement F. Kusiak.

This Corporation shall have the following powers:

- (1) To exercise all of the powers and privileges and to perform all of the duties and obligations of the Corporation as set forth in these Articles and the Bylaws of the Corporation, as they shall be amended from time to time; and
- (2) To fix, levy, collect and enforce payment of all charges or assessments pursuant to the terms of the Bylaws of the Corporation; to pay all expenses in connection therewith and all other expenses incident to the conduct of the business of the Corporation; and
- (3) To acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the business and affairs of the Corporation; and
- (4) To borrow money and to mortgage, pledge, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred; in accordance with the Bylaws of the Corporation; and
- (5) To exercise any and all powers, rights and privileges which a Corporation organized under the nonprofit Corporation Law of the State of

of Maryland may now or hereafter have or exercise.

(6) Said Corporation is organized exclusively for charitable, educational or scientific purposes, within the meaning of Section 501 (c) (3) of the Internal Revenue Code 1986 (or corresponding section of any future Federal Tax Code.)

ARTICLE IV---- The Corporation shall issue no shares of stock of any kind or nature whatsoever and shall have no members.

ARTICLE V---- The business and affairs of the Corporation shall be managed by a Board of Directors, who shall serve in accordance with the Bylaws of the Corporation. The names and addresses of the initial Board of Directors are as follows: Fred Rousculp, 397 Boxelder Ct., Millersville, Maryland 21108, Joseph Wood, 12980 Locust Lane, Greensboro, Maryland 21639, Joseph F. Gaffigan, 1346 Crockett Lane, Silver Spring, Maryland 20904, Guyla Brinckmeyer, 16 Brooklyn Avenue, Rehoboth, Delaware 19971 and Robert J. Miller, 1500 Springlake Way South, Sykesville, Maryland 21784

The appointment, term and qualifications of the Board of Directors are provided in the Bylaws of the Corporation. Clement F. Kusiak or a Lion member of his family shall serve as an ex officio member of the Board.

ARTICLE VI---- The name of the incorporator and of the initial registered agent of the Corporation is Joseph F. Gaffigan. The address is 1346 Crockett Lane, Silver Spring, Maryland 20904.

ARTICLE VII---- The address of the principal office of the Corporation is as follows:

1346 Crockett Lane
Silver Spring, Maryland 20904

ARTICLE VIII---- The dissolution of the Corporation shall be authorized at a convention of the Lions of Multiple District 22, upon the adoption of a resolution to dissolve by a vote of a majority of the voting delegates.

Upon the adoption of such resolution, the Corporation shall cease to conduct its affairs, except insofar as may be necessary for winding up thereof, shall immediately cause a notice of the proposed dissolution to be mailed to each known creditor of the Corporation and shall proceed to collect its assets and apply and distribute them as provided in this Article.

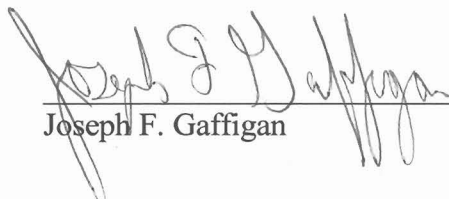
Assets received and held by the Corporation, subject to limitations

permitting their use for charitable, benevolent, and educational purposes, shall be transferred or conveyed to one or more domestic or foreign corporations, societies or organizations engaged in activities substantially similar to those of the dissolving corporation, qualifying under Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended, which is exempt from federal income taxes, or by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1986, as amended.

ARTICLE IX---- No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Section 501 (c) (3) of the Internal Revenue Code of 1986 purposes. 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 provisions of these articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501 (c)(3) of the Internal Revenue Code of 1986 (or corresponding section of any future Federal Tax Code.)

ARTICLE X---- These Articles may be altered, amended, or repealed, and new Articles adopted by a majority vote of the voting delegates of the Lions of Multiple District 22 at regular or special meetings called for the purpose of amending said Articles.

IN WITNESS WHEREOF, said Incorporator of Kusiak Lions Youth Foundation of Multiple District 22, Incorporated as named above in ARTICLE VII, hereto sets his hand this the 30th day of July 2004



Joseph F. Gaffigan

STATE OF MARYLAND

Prince Georges COUNTY

Before me, a Notary Public in and for said State and County, personally appeared Joseph F. Gaffigan, who each being by me first duly sworn, states that he is the person named as the Incorporator of the Kusiak Lions Youth Foundation of Multiple District 22, Incorporated and that he, as such Incorporator, is a bona fide director and member in good standing in Lions Clubs International and is over nineteen years of age and makes this affidavit to comply with the statutes and laws of the State of Maryland relative to the Incorporation of a Non-profit Organization.

This the 30th day of July 2004.

Notary Public

Karen Marshall
8-1-06

PREPARED BY:

Joseph F. Gaffigan
1346 Crockett Lane
Silver Spring, Maryland 20904