

Michigan Department of Licensing and Regulatory Affairs

Filing Endorsement

This is to Certify that the ARTICLES OF INCORPORATION - NONPROFIT

for

NORTH END WOODWARD COMMUNITY COALITION

ID NUMBER: 71436E

received by facsimile transmission on October 30, 2013 is hereby endorsed

Filed on October 31, 2013 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 31ST day of October, 2013.



A handwritten signature in black ink, appearing to read "Alan J. Schefke".

**Alan J. Schefke, Director
Corporations, Securities & Commercial Licensing Bureau**

CSCU/CD-802 (Rev. 02/13)

MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU		
Date Received	This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.	
Name	EFFECTIVE DATE	
Joan C. Ross		
Address		
16300 North Park Drive Apt 201		
City	State	ZIP Code
Southfield	Michigan	48076

Document will be returned to the name and address you enter above.
If left blank, document will be returned to the registered office.

ARTICLES OF INCORPORATION
For use by Domestic Nonprofit Corporations
(Please read information and instructions on the last page)

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:

North End Woodward Community Coalition

ARTICLE II

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

Said corporation is organized exclusively for charitable, religious, educational, and scientific 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 the corresponding section of any future federal tax code.

(1) To advocate for the principles of transit justice for all individuals.

(2) To do such things and to perform such acts to accomplish its purposes as are not forbidden by Section 501 (c) (3) of the Code with all the powers conferred on nonprofit corporations by the laws of the State of Michigan.

ARTICLE III

1. The corporation is organized upon a Nonstock basis.
(Stock or Nonstock)

2. If organized on a stock basis, the total number of shares which the corporation has authority to issue is

N/A

If the shares are, or are to be, divided into classes, the designation of each class, the number of shares in each class, and the relative rights, preferences and limitations of the shares of each class are as follows:

ARTICLE III (cont.)

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

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

c. The corporation is to be financed under the following general plan:
Said corporation is to be financed under the following general plan: by gifts, grants, devises, bequests and other contributions, by income of invested funds and in part by management fees from facilities managed by the corporation.

d. The corporation is organized on a Directorship basis.
(Membership or Directorship)

ARTICLE IV

1. The name of the resident agent at the registered office is:
Reverend Joan C. Ross

2. The address of its registered office in Michigan is:
16300 North Park Drive Apt 201 Southfield, Michigan 48075
(Street Address) (City) (ZIP Code)

3. The mailing address of the registered office in Michigan if different than above:
_____, Michigan _____
(Street Address or PO Box) (City) (ZIP Code)

ARTICLE V

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

Name	Residence or Business Address
<u>Reverend Joan C. Ross</u>	<u>16300 North Park Drive Apt 201, Southfield, Michigan 48075</u>
<u>Mrs. Juanita Williams</u>	<u>248 Owen Street Detroit, Michigan 48202</u>
<u>Ms. Linda Bain</u>	<u>1071 Baldwin Detroit, Michigan 48214</u>

Use space below for additional Articles or for continuation of previous Articles. Please identify any Article being continued or added. Attach additional pages if needed.

ARTICLE II - Continuation

B. The corporation is organized exclusively for charitable purposes as enumerated in this Article II. No part of the net earnings of the corporation 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 Article II hereof. No substantial part of the activities of the corporation shall any individual.

C. The corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501 (c) (3) of the Code or (b) by a corporation, contributions to which are deductible under Section 170(c) (2) of the Code, or the corresponding section of any further federal tax code. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VI: 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 publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office except as shall be permitted by the provisions of the Code applicable to public charities.

ARTICLE VII: Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose or purposes for which the corporation was organized and/or to an organization or organizations organized and operated for charitable, educational, religious or scientific purposes as shall, at the time, qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, or as such provision may be amended. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction in the country in which the principle office of the corporation is located, as the court shall determine, to organizations organized and operated exclusively for charitable, education, religious or scientific purposes qualifying as an exempt organization or organizations under Section 501(c)(3) of the Code.

ARTICLE VIII: No director of the corporation who is a "volunteer director," as that term is defined in the Michigan Nonprofit Corporation Act, and no volunteer officer shall be personally liable to the corporation for monetary damages for a breach of the director's or officer's fiduciary duty; provided, however, that this provision shall not eliminate or limit the liability of a director or officer for any of the following:

- (1) A breach of the director's or officer's duty of loyalty to the corporation;
- (2) Acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law;
- (3) A violation of section 551(1) of the Michigan Nonprofit Corporation Act;
- (4) A transaction from which the director derived an improper personal benefit;
- (5) An act or omission of a volunteer director occurring before the effective date of this provision to the corporation's Article with respect to volunteer directors.
- (6) An act or omission that is grossly negligent.

I, (We), the incorporator(s) sign my (our) name(s) this 30TH day of October, 2013

Jean C. Ross

Gonda D. Bair

Janita Williams

ARTICLE VIII Continuation

The corporation hereby assumes all liability to any person other than the corporation for all acts or omissions of a volunteer director incurred in the good faith performance of the volunteer director's duties.

The corporation hereby assumes the liability for all acts or omissions of a volunteer officer or other "non-director volunteer" (as that term is defined in the Michigan Nonprofit Corporation Act) if, and only if, the following conditions are met: (a) the volunteer was acting, or reasonably believed he or she was acting within the scope of his or her authority, (b) the volunteer was acting in good faith; (c) the volunteer's conduct was not an intentional tort; and (e) the volunteer's conduct was not a tort arising out of the ownership, maintenance, or use of a motor vehicle for which tort liability may be imposed as provided in Section 3135 of the Insurance code of 1956, Act No. 218, Michigan Public Acts of 1956, being Section 500.3135 of the Michigan Compiled Laws.

ARTICLE IX

The term of the corporation is in perpetuity.

ARTICLE X

When a compromise or arrangement or a plan or reorganization of the corporation is proposed between the corporation and its creditors or any class of them, a court of equity jurisdiction within the state, on application of the corporation or of a creditor of the corporation, or on application of a receiver appointed for the corporation, may order a meeting of the creditors or class of creditors to be affected by the proposed compromise or arrangement or reorganization to be summoned in such manner as the court directs. If a majority in member representing $\frac{3}{4}$ in value of the creditors or class of creditors to be affected by the proposed compromise or arrangement or a reorganization, agree to a compromise or arrangement or a reorganization of the corporation as a consequence of the compromise or arrangement, the compromise or arrangement and the reorganization, if sanctioned by the court to which the application has been made, shall be binding on all the creditors or class of creditors and also on the corporation.

Fax

To: REVEREND JOAN C ROSS (248 565 6572)
From: csdirfax
Fax: 12484833933
Date: October 31, 2013
Subject: Total fee collected: \$70.00

Please check your filing to determine that all pages and information are correct. If there is any problem, contact us immediately at (517) 241-6470 or fax your concern to (517) 636-6437.

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