

PENNSYLVANIA DEPARTMENT OF STATE  
CORPORATION BUREAU

Articles of Incorporation-Nonprofit  
(15 Pa.C.S.)

- ☒ Domestic Nonprofit Corporation (§ 5306)  
☐ Nonprofit Cooperative Corporation (§ 7102B)

Name John Elliott Churchville, Esquire		
Address 5555 Wissahickon Avenue, Ste. 719		
City Philadelphia	State PA	Zip Code 19144-4540

Document will be returned to the  
name and address you enter to  
the left.

Commonwealth of Pennsylvania  
ARTICLES OF INCORPORATION-NON-PROFIT 5 Page(s)



Fee: \$125

In compliance with the requirements of the applicable provisions (relating to articles of incorporation or cooperative corporations generally), the undersigned, desiring to incorporate a nonprofit/nonprofit cooperation corporation, hereby state(s) that:

1. The name of the corporation is:  
GERMANTOWN UNITED COMMUNITY DEVELOPMENT CORPORATION

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:

(a) Number and Street	City	State	Zip	County
5555 Wissahickon Avenue, Ste. 719	Philadelphia	PA	19144	Philadelphia

(b) Name of Commercial Registered Office Provider County  
c/o:

3. The corporation is incorporated under the Nonprofit Corporation Law of 1988 for the following purpose or purposes.

To promote and facilitate the sustainable community and business corridor development of  
Germantown, Philadelphia

4. The corporation does not contemplate pecuniary gain or profit, incidental or otherwise.

PA DEPT. OF STATE

NOV 07 2011

Exhibit "A"

## 5. Check one of the following:

☒ The corporation is organized on a non-stock basis.

☐ Option for Nonprofit Cooperative Corporation Only: The corporation is organized on a stock share basis.

## 6. For Nonprofit Corporation Only:

~~(Strike out if inapplicable): The corporation shall have no members.~~
~~(Strike out if inapplicable). The incorporators constitute a majority of the members of the committee authorized to incorporate: \_\_\_\_\_ by \_\_\_\_\_ the requisite vote required by the organic law of the association for the amendment of such organic law.~~

## 7. For Nonprofit Cooperative Corporation Only:

Complete and strike out the inapplicable term: The corporation is a cooperative corporation and the common bond of membership among its (members) (shareholders) is: \_\_\_\_\_.

## 8. The name(s) and address(es) of each incorporator(s) is (are) (all incorporators must sign below):

Name(s)	Address(es)
Julie Stapleton-Carroll	130 W. Walnut Lane, Philadelphia, PA 19144
Harold B. Simms	516 W. Queen Lane, Apt. 1 Philadelphia, PA 19144
John Elliott Churchville	5555 Wissahickon Avenue, Ste. 719 Philadelphia, PA 19144

## 9. The specified effective date, if any, is:

\_\_\_\_ month \_\_\_\_ day \_\_\_\_ year \_\_\_\_ hour, if any

## 10. Additional provisions of the articles, if any, attach an 8½ x 11 sheet.

IN TESTIMONY WHEREOF, the incorporator(s) has/have signed these Articles of Incorporation this

3rd day of November

2011.

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Signature



## **Section 10: ADDITIONAL PROVISIONS**

### **ARTICLES OF INCORPORATION**

#### **FOR**

#### **GERMANTOWN UNITED COMMUNITY DEVELOPMENT CORPORATION**

10.1 The Corporation's purposes shall be exclusively those for which an organization described in section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any subsequent tax laws of the United States) may be organized, and those purposes, consistent with the foregoing, as set forth in the Corporation's By-Laws, to wit:

**To promote and facilitate the sustainable community and business corridor development of Germantown, Philadelphia.**

10.2 Subject to the limitations set forth in 10.1 above, the Corporation's purposes shall include doing all things that are necessary, appropriate or convenient to the achievement of the foregoing purposes and that may lawfully be done by a nonprofit corporation under the laws of the Commonwealth of Pennsylvania.

10.3 Any other provision of these Articles of Incorporation to the contrary notwithstanding:

- (a) 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 Section 501(c)(3) 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.
- (b) Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (i) 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) or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

10.4 Notwithstanding any provisions of the Corporation's By-Laws, the restrictions of this section of the Articles of Incorporation may not be weakened by amendment to the Articles of Incorporation or the By-Laws of the Corporation.

10.5 Any provision of law to the contrary notwithstanding, the Corporation shall not be merged or consolidated with any corporation other than a qualified organization. Upon any dissolution or termination of the existence of the Corporation, all of its property and assets shall, after payment or making provisions for payment of the lawful debts of the Corporation and the expenses of its dissolution or termination, be delivered, conveyed and paid over to such one or more qualified organizations as may be ordered by the court having jurisdiction of the dissolution and liquidation of the Corporation, pursuant to the appropriate subchapter of Chapter 59 of Title 15 of Pennsylvania Consolidated Statutes.

10.6 As used in these Articles of Incorporation, the term "qualified organization" means an organization exempt from Federal income tax under Sections 501(a) and 501(c)(3), and described in Section 170(b)(1)(A) of the Internal Revenue Code of 1986 (other than in clauses (vii) and (viii) thereunder or any corresponding provisions of any subsequent tax laws of the United States), and which has been in existence and so described for a continuous period of at least sixty (60) calendar months.

10.7 Upon the dissolution of this Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding section of any future Federal tax code), or shall be distributed to the Federal government, or to a state or local government, for a public purpose.