



Form Revision Date 07/201

ARTICLES OF INCORPORATION
For use by **DOMESTIC NONPROFIT CORPORATION**

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:

THUMB COAST DREAM MAKERS INC

ARTICLE II

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

The Corporation is formed for the sole purpose of, and shall at all times be operated exclusively for, charitable or other exempt purposes by acting for the benefit of, performing the functions of, or carrying out the charitable or other exempt purposes of the Community Foundation of St. Clair County (the "Community Foundation"), a Michigan nonprofit corporation classified as a tax-exempt public charity pursuant to Sections 501 (c)(3), 170(b)(1)(A)(vi) and 509 (a)(1) of the Internal Revenue Code of 1986, as amended (the "Code"). The Corporation shall be a Type I supporting organization within the meaning of Section 509(a)(3) of the Code because it shall be operated, supervised and controlled by the Community Foundation.

The primary purpose of the Corporation is to support and enhance the Community Foundation's efforts to help provide donors the opportunity to give back and support other people going through temporary crisis, emergencies, illness, natural disasters, terminal illness, or other tragedies and impediments to the enjoyment and fulfillment of life. In furtherance of this primary purpose, specific purposes of the Corporation will include:

- a) To solicit, receive, expend and administer funds to support the Community Foundation, expressly including, but not limited to, the Community Foundation's programs and initiatives in support of basic needs and human services
- b) To acquire, own, lease, administer and dispose of real and personal property exclusively for the fulfillment of its mission and goals

c) Acquiring, owning disposing of, and dealing with real and personal property and interests therein and applying gifts, bequests and devises and the proceeds thereof in furtherance of the purposes of the Corporation and of the Community Foundation.

d) Doing such things and performing such acts to accomplish its purposes as the Board of Directors may determine to be appropriate and is are not forbidden by Section 501(c)(3) of the Code, with all the power conferred on nonprofit corporations under the laws of the State of Michigan.

ARTICLE III

The Corporation is formed upon basis.

If formed on a stock basis, the total number of shares the corporation has authority to issue is

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

none

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

none

The corporation is to be financed under the following general plan:

Financing will come via gifts and grants from the Community Foundation of St. Clair County, MI

The Corporation is formed on a basis.

ARTICLE IV

The street address of the registered office of the corporation and the name of the resident agent at the registered office (P.O. Boxes are not acceptable):

1. Agent Name: RANDY MAIERS
2. Street Address: 500 WATER STREET
Apt/Suite/Other:
City: PORT HURON
State: MI Zip Code: 48060

3. Registered Office Mailing Address:
P.O. Box or Street Address: 500 WATER STREET
Apt/Suite/Other:
City: PORT HURON
State: MI Zip Code: 48060

ARTICLE V

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

Name	Residence or Business Address
RANDY MAIERS	500 WATER STREET, PORT HURON, MI 48060 USA

Use the space below for additional Articles or for continuation of previous Articles. Please identify any Article being continued or added.

ARTICLE VI

PROHIBITED ACTIVITIES

NO PART OF THE NET EARNINGS OF THE CORPORATION SHALL INURE TO THE BENEFIT OF, OR BE DISTRIBUTABLE TO, ITS DIRECTORS, OFFICERS, OR OTHER PRIVATE PERSONS. THE CORPORATION SHALL BE AUTHORIZED TO PAY REASONABLE COMPENSATION FOR SERVICES RENDERED AND TO MAKE PAYMENTS AND DISTRIBUTIONS IN FURTHERANCE OF THE PURPOSES SET FORTH IN ARTICLE II. NO SUBSTANTIAL PART OF THE ACTIVITIES OF THE CORPORATION SHALL BE THE CARRYING ON OF PROPAGANDA OR OTHERWISE ATTEMPTING TO INFLUENCE LEGISLATION. THE CORPORATION SHALL NOT PARTICIPATE IN, OR INTERVENE IN (INCLUDING THE PUBLISHING AND DISTRIBUTION OF STATEMENTS), ANY POLITICAL CAMPAIGN ON BEHALF OF OR IN OPPOSITION TO ANY CANDIDATE FOR PUBLIC OFFICE. NOTWITHSTANDING ANY OTHER PROVISION OF THESE ARTICLES, THE CORPORATION SHALL NOT CARRY ON ANY OTHER ACTIVITIES NOT PERMITTED TO BE CARRIED ON (1) BY A CORPORATION EXEMPT FROM FEDERAL INCOME TAX UNDER IRC 501(C)(3) OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE OR (2) BY A CORPORATION WHOSE CONTRIBUTIONS ARE DEDUCTIBLE UNDER SECTION IRC 170(C)(2) OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE.

ARTICLE VII

DISSOLUTION

ON DISSOLUTION OF THE CORPORATION, AFTER PAYING OR PROVIDING FOR THE PAYMENT OF ALL OF THE LIABILITIES OF THE CORPORATION, THE CORPORATION'S ASSETS SHALL BE DISTRIBUTED TO THE COMMUNITY FOUNDATION PROVIDED IT IS EXEMPT FROM TAX UNDER SECTION 501(C)(3) OF THE CODE. IF, UPON DISSOLUTION, THE COMMUNITY FOUNDATION IS NOT IN EXISTENCE OR IS NOT AN ORGANIZATION DESCRIBED IN SECTION 501(C)(3) OF THE CODE, THE PROPERTY REMAINING AFTER PROVIDING FOR DEBTS AND OBLIGATIONS OF THE CORPORATION SHALL BE DISTRIBUTED TO ONE OR MORE ORGANIZATIONS SELECTED BY THE BOARD OF DIRECTORS WHICH ARE ORGANIZED AND OPERATED EXCLUSIVELY FOR CHARITABLE PURPOSES SIMILAR TO AND COMPATIBLE WITH THE PURPOSES OF THE COMMUNITY FOUNDATION (EXPRESSLY INCLUDING, BUT NOT NECESSARILY LIMITED TO, COMMUNITY AND/OR ECONOMIC DEVELOPMENT IN ST. CLAIR COUNTY, MICHIGAN) AND QUALIFY AS AN EXEMPT ORGANIZATION, OR EXEMPT ORGANIZATIONS, AS THE CASE MAY BE, UNDER SECTION 501(C)(3) AND EITHER SECTION 509(A)(1) OR 509(A)(2) OF THE CODE. IF THE BOARD OF DIRECTORS FAIL TO AGREE UPON THE PROPER ORGANIZATION OR ORGANIZATIONS WITHIN NINETY DAYS OF THE DISSOLUTION OR IMMINENT TERMINATION OF THE CORPORATION, ANY SUCH ASSETS NOT SO DISPOSED OF SHALL BE DISPOSED OF BY THE APPROPRIATE COURT OF THE COUNTY IN WHICH THE PRINCIPAL OFFICE OF THE CORPORATION IS THEN LOCATED TO SUCH ORGANIZATION OR ORGANIZATIONS WHICH ARE THEN DESCRIBED IN SECTION 501(C)(3) AND EITHER SECTION 509(A)(1) OR 509(A)(2) OF THE CODE, AS SAID COURT SHALL DETERMINE, TAKING INTO ACCOUNT THE PURPOSES FOR WHICH THE CORPORATION WAS ORGANIZED.

AS A MAJORITY OF ALL OF THE DIRECTORS SHALL DETERMINE IS ECONOMICAL TO ADMINISTER, THE DIRECTORS ARE AUTHORIZED TO DISSOLVE THE CORPORATION AND TO DISTRIBUTE THE REMAINING ASSETS OF THE CORPORATION AS PROVIDED IN THE FIRST PARAGRAPH OF THIS ARTICLE VII.

ARTICLE VIII

BOARD OF DIRECTORS

THE BOARD OF DIRECTORS OF THE CORPORATION SHALL BE APPOINTED BY THE BOARD OF DIRECTORS OF THE COMMUNITY FOUNDATION AS SET FORTH IN THE BYLAWS OF THE CORPORATION. THE CORPORATION SHALL HAVE AN ODD NUMBER OF DIRECTORS AND NOT LESS THAN THREE OR MORE THAN SEVEN. THE CORPORATION SHALL NOT HAVE ANY MEMBERS.

ARTICLE IX

LIABILITY OF DIRECTORS AND OFFICERS

NO MEMBER OF THE BOARD OF DIRECTORS OF THE CORPORATION WHO IS A VOLUNTEER DIRECTOR, AS THAT TERM IS DEFINED IN THE MICHIGAN NONPROFIT CORPORATION ACT (THE "ACT"), 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 FOR ANY OF THE FOLLOWING:

- (I) THE AMOUNT OF A FINANCIAL BENEFIT RECEIVED BY A DIRECTOR OR VOLUNTEER OFFICER TO WHICH HE OR SHE IS NOT ENTITLED.
- (II) INTENTIONAL INFLICTION OF HARM ON THE CORPORATION, ITS SHAREHOLDERS, OR MEMBERS.
- (III) A VIOLATION OF SECTION 551.
- (IV) AN INTENTIONAL CRIMINAL ACT.
- (V) A LIABILITY IMPOSED UNDER SECTION 497(A).

THE CORPORATION ASSUMES ALL LIABILITY TO ANY PERSON, OTHER THAN THE CORPORATION, FOR ALL ACTS OR OMISSIONS OF A DIRECTOR WHO IS A VOLUNTEER DIRECTOR, AS DEFINED IN THE ACT, INCURRED IN THE GOOD FAITH PERFORMANCE OF THE DIRECTOR'S. HOWEVER, THE CORPORATION SHALL NOT BE CONSIDERED TO HAVE ASSUMED ANY LIABILITY TO THE EXTENT THAT SUCH ASSUMPTION IS INCONSISTENT WITH THE STATUS OF THE CORPORATION AS AN ORGANIZATION DESCRIBED IN SECTION 501(C)(3) OF THE CODE OR ANY SUCCESSOR PROVISION OF SIMILAR IMPORT.

IF THE ACT IS AMENDED, AFTER THE FILING OF THESE ARTICLES OF INCORPORATION, TO AUTHORIZE THE FURTHER ELIMINATION OR LIMITATION OF THE LIABILITY OF DIRECTORS OF NONPROFIT CORPORATIONS, THEN THE LIABILITY OF MEMBERS OF THE BOARD OF DIRECTORS, IN ADDITION TO THAT DESCRIBED IN THIS ARTICLE IX, SHALL BE ASSUMED BY THE CORPORATION OR ELIMINATED OR LIMITED TO THE FULLEST EXTENT PERMITTED BY THE ACT AS SO AMENDED. SUCH AN ELIMINATION, LIMITATION, OR ASSUMPTION OF LIABILITY IS NOT EFFECTIVE TO THE EXTENT THAT IT IS INCONSISTENT WITH THE STATUS OF THE CORPORATION AS AN ORGANIZATION DESCRIBED IN SECTION 501(C)(3) OF THE CODE OR ANY SUCCESSOR PROVISION OF SIMILAR IMPORT. NO AMENDMENT OR REPEAL OF THIS ARTICLE IX SHALL APPLY TO OR HAVE ANY EFFECT ON THE LIABILITY OR ALLEGED LIABILITY OF ANY MEMBER OF THE BOARD OF DIRECTORS OF THIS CORPORATION FOR OR WITH RESPECT TO ANY ACTS OR OMISSIONS OCCURRING BEFORE THE EFFECTIVE DATE OF ANY SUCH AMENDMENT OR REPEAL.

ARTICLE X

LIABILITY OF VOLUNTEERS

THE CORPORATION ASSUMES THE LIABILITY FOR ALL ACTS OR OMISSIONS OF A VOLUNTEER OCCURRING ON OR AFTER THE FILING OF THESE ARTICLES OF INCORPORATION IF ALL OF 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 DID NOT AMOUNT TO GROSS NEGLIGENCE OR WILLFUL AND WANTON MISCONDUCT.
- D) THE VOLUNTEER'S CONDUCT WAS NOT AN INTENTIONAL TORT.

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 OF THE PUBLIC ACTS OF 1956, BEING SECTION 500.3135 OF THE MICHIGAN COMPILED LAWS.

Signed this 12th Day of May, 2022 by the incorporator(s).

Signature	Title	Title if "Other" was selected
Randy Maiers	Incorporator	

By selecting ACCEPT, I hereby acknowledge that this electronic document is being signed in accordance with the Act. I further certify that to the best of my knowledge the information provided is true, accurate, and in compliance with the Act.

Decline Accept

MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS

FILING ENDORSEMENT

This is to Certify that the ARTICLES OF INCORPORATION

for

THUMB COAST DREAM MAKERS INC

ID Number: 802855216

received by electronic transmission on May 12, 2022 ***, is hereby endorsed.***

Filed on May 12, 2022 ***, 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 12th day of May, 2022.

Linda Clegg

***Linda Clegg, Director
Corporations, Securities & Commercial Licensing Bureau***