

**Silverstray Social
An Indiana Nonprofit Articles of Incorporation**

NONPROFIT ARTICLES OF INCORPORATION

ARTICLE I, NAME

**Article I
NAME**

1.01 Name

The name of this corporation shall be Silverstray Social. The business of the corporation may be conducted as Silverstray Social or Silverstray.

ARTICLE II, DURATION

**Article II
Duration**

2.01 Duration

The period of duration of the corporation is perpetual.

**Article III
Purpose**

3.01 Purpose

Silverstray Social is a non-profit organization and shall operate exclusively for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. Silverstray Social is to assist animal shelters and animal rescue organizations that struggle with social media, marketing, and promotion efforts by providing marketing expertise for free paid for through donations from the public.

ARTICLE III, PURPOSE

Article III Public Benefit

3.02 Public Benefit

Silverstray Social is designated as a public benefit corporation.

ARTICLE IV, NON-PROFIT NATURE

Article IV Non-profit Nature

4.01 Non-profit Nature

Silverstray Social is organized exclusively for charitable and educational purposes including, for such purposes making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. No part of the net earnings of Silverstray Social 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 the purpose clause hereof.

Notwithstanding any provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501(c)(3) of Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Article IV

Personal Liability

4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of Silverstray Social of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

Article IV Dissolution

4.03 Dissolution

Upon termination or dissolution of the Silverstray Social organization, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the INTERNAL Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of Silverstray Social organization hereunder shall be selected by the discretion of a majority of the managing body of the Silverstray Social organization and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Silverstray Social organization by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed giving preference if practicable to organizations located within the State of Indiana.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Indiana to be added to the general fund.

Article IV Prohibited Distributions

4.03 Prohibited Distributions

No part of the net earnings, or properties of this organization, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 III, Section 3.01.

Article IV **Restricted Activities**

4.04 Restricted Activities

No substantial part of the organization's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

Article IV **Prohibited Activities**

4.05 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) by a organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article V, BOARD OF DIRECTORS

Article V

Governance

5.01 Governance

Silverstray Social shall be governed by its board of directors

Article V Initial Directors

5.02 Initial Directors

The initial directors of the corporation shall be Jerry Jay Weinberg, James Opon, & Lisa Biller.

ARTICLE VI, MEMBERSHIP

Article VI Membership

6.01 Membership

Silverstray Social organization shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the organization's bylaws.

ARTICLE VII, AMENDMENTS

Article VII Amendments

7.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds ($\frac{2}{3}$) of the board of directors.

ARTICLE VII, ADDRESSES OF THE CORPORATION

Article VII Corporate Address

8.01 Corporate Address

The physical address of the organization is
1320 2nd Street
LaPorte, IN 46350

The mailing address of the corporation is
1320 2nd Street
LaPorte, IN 46350

ARTICLE IX, Appointment of Registered Agent

Article IX Registered Agent

9.01 Registered Agent

The registered agent of the organization shall be:
Silverstray Social
1320 2nd Street
LaPorte, IN 46350

ARTICLE X, INCORPORATOR

The incorporators of the corporation are as follow

Jerry J. Weinberg
1320 2nd Street
LaPorte, IN 46350

James Opon
9098 Carlisle Lane
Chicago, IL 60655

Lacye Hepler
1235 E Founders Parkway
Portage, IN 46368

Marzilla Randolph
1631 Virginia Street
Gary, IN 46407

Cherry Jacobs
2768 Vigo Street
Lake Station, IN 46405

Certificate of Adoption of Articles of Incorporation

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of Silverstray Social were approved by the board of directors of March 10, 2020 and constitute a complete copy of Articles of Articles of Incorporation of the Silverstray Social Organization.

Acknowledgement of consent to appointment as registered agent

I, Jerry J. Weinberg, agree to be the registered agent for Silverstray Social Organization as appointed herein.

Registered Agent _____

Date: _____

I, James Opon, agree to be the registered agent for Silverstray Social Organization as appointed herein.

Registered Agent _____

Date: _____

I, Lacye Hepler, agree to be the registered agent for Silverstray Social Organization as appointed herein.

Registered Agent _____

Date: _____

I, Marzilla Randolph, agree to be the registered agent for Silverstray Social Organization as appointed herein.

Registered Agent _____

Date: _____

I, Cherry Jacobs, agree to be the registered agent for Silverstray Social Organization as appointed herein.

Registered Agent _____

Date: _____