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07/08/2008	200818901462	DOMESTIC ARTICLES/NON-PROFIT (ARN)	125.00	100.00	.00	.00	.00

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CT CORPORATION SYSTEM
4400 EASTON COMMONS WAY, SUITE 125
ATTN: TIMOTHY ROBERSON
COLUMBUS, OH 43219

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jennifer Brunner

1791369

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

THE VAN BAKEREN FOUNDATION

and, that said business records show the filing and recording of:

Document(s)

DOMESTIC ARTICLES/NON-PROFIT

Document No(s):

200818901462

United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of
the Secretary of State at Columbus,
Ohio this 3rd day of July, A.D.
2008.

Ohio Secretary of State



Prescribed by: The Ohio Secretary of State
Central Ohio: (614) 466-3910
Toll Free: 1-877-SOS-FILE (1-877-767-3453)

www.sos.state.oh.us
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Expedite this Form: (Select One)	
<input checked="" type="radio"/> Yes	PO Box 1390 Columbus, OH 43216 *** Requires an additional fee of \$100 ***
<input type="radio"/> No	PO Box 870 Columbus, OH 43216

INITIAL ARTICLES OF INCORPORATION
(For Domestic Profit or Nonprofit)
Filing Fee \$125.00

THE UNDERSIGNED HEREBY STATES THE FOLLOWING:

(CHECK ONLY ONE (1) BOX)

<input type="checkbox"/> (1) Articles of Incorporation Profit (113-ARF) ORC 1701	<input checked="" type="checkbox"/> (2) Articles of Incorporation Non-Profit (114-ARN) ORC 1702	<input type="checkbox"/> (3) Articles of Incorporation Professional (170-ARP) Profession ORC 1785
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Complete the general information in this section for the box checked above.

FIRST: Name of Corporation The van Bakeren Foundation

SECOND: Location Gates Mills Cuyahoga
(City) (County)

Effective Date (Optional) _____ *Date specified can be no more than 90 days after date of filing. If a date is specified, the date must be a date on or after the date of filing.*
(mm/dd/yyyy)

Check here if additional provisions are attached

Complete the information in this section if box (2) or (3) is checked. Completing this section is optional if box (1) is checked.

THIRD: Purpose for which corporation is formed

The corporation is formed and at all times shall be operated exclusively for charitable, educational, religious, or 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 of 1986, as from time to time

[CONTINUED ON ATTACHMENT]

Complete the information in this section if box (1) or (3) is checked.

FOURTH: The number of shares which the corporation is authorized to have outstanding (Please state if shares are common or preferred and their par value if any)

(Refer to instructions if needed) _____ (No. of Shares) _____ (Type) _____ (Par Value)

**ATTACHMENT TO
INITIAL ARTICLES OF INCORPORATION
OF
THE VAN BAKEREN FOUNDATION**

THIRD: *[continued]* amended, or corresponding section of any future federal tax laws, and to engage in any lawful act or activity for which corporations may be formed under the Ohio Nonprofit Corporation Law. All references in these Articles of Incorporation to Sections of the Code, unless otherwise indicated, shall be considered references to the Internal Revenue Code of 1986, as from time to time amended, and to all regulations promulgated thereunder.

The corporation is empowered to exercise all rights and powers conferred by the laws of the State of Ohio upon nonprofit corporations, including, but not limited to: performing community services; conducting community projects; receiving gifts, contributions, and bequests in any form; collecting dues; and using, applying, investing, and reinvesting the principal and/or income therefrom or distributing the same for the purposes set forth herein.

FOURTH: At no time shall the Board of Directors of the corporation be constituted so as to be controlled directly or indirectly by one or more disqualified persons (as defined in Section 4946(a) of the Code) with respect to the corporation other than foundation managers (as defined in Section 4946(b) of the Code) and other than one or more organizations described in Sections 509(a)(1) or (2) of the Code.

FIFTH: No part of the net earnings of the corporation shall inure directly or indirectly to the benefit of or be distributable to any of its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered to or for the benefit of the corporation and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. It is the intent of this corporation to apply for, obtain, and continue the status of a corporation which is exempt from federal income taxation under Section 501(a) of the Code as an organization defined in Section 501(c)(3) thereof, and these Articles of Incorporation shall be construed accordingly and all powers and activities hereunder shall be limited accordingly.

The corporation will distribute its income for each tax year at such time and in such manner so that it will not become subject to the tax on undistributed income imposed by Section 4942 of the Code, or corresponding section of any future federal tax laws.

The corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Code, or corresponding section of any future federal tax laws.

The corporation will not retain any excess business holdings as defined in Section 4943(c) of the Code, or corresponding section of any future federal tax laws.

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The corporation will not make any investments in a manner that would subject it to tax under Section 4944 of the Code, or corresponding section of any future federal tax laws.

The corporation will not make any taxable expenditures as defined in Section 4945(d) of the Code, or corresponding section of any future federal tax laws.

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 any candidate for public office.

SIXTH: The corporation may be dissolved by the affirmative vote of two-thirds (2/3) of the members. Upon the dissolution of the corporation, the members shall, after paying or making provisions for the payment of all of the liabilities of the corporation, distribute all of the assets of the corporation exclusively for the purposes of the corporation in such manner as the members shall determine or shall distribute all of the assets of the corporation to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes and shall qualify as an exempt organization or organizations under Section 501(c)(3) of the Code (or corresponding section of any future federal tax laws). Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes, or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.