

## **ARTICLES OF INCORPORATION**

### **Non-Profit**

We the undersigned residents of Pohnpei State, Federated States of Micronesia acting as incorporators of corporation organized for purposes other than pecuniary profit in accordance with applicable laws, adopt the following Articles of Incorporation:

#### **Article I. Name**

The name of the organization is \_\_\_\_\_.

#### **Article II. Principal Office**

Address:

#### **Article III. Duration**

The period of duration of the organization shall be perpetual unless sooner dissolved in accordance with the law.

#### **Article IV. Purposes and Powers**

The purpose for which the corporation is organized are:

- 1.
- 2.

#### **Article V. Limitation**

1. This organization shall not seek pecuniary or profit and no part of the assets, earnings or income shall inure to the benefit of any member director, or individual, with the exception of the payment of reasonable compensation for services rendered;
2. This organization shall not own or hold more real property than is reasonably necessary to carry out its purposes; nor shall it engage in any activity, directly or indirectly for profit;
3. No person shall be deprived because of race, creed, color, religion, national origin or gender.

#### **Article VI. Membership**

This organization shall issue no capital stock and shall be composed of members rather than stockholders. The membership of the Board of Advisors of this organization shall be from the membership of the organization.

#### **Article VII. Board of Advisors**

The general affairs of the organization shall be managed by a Board of Advisors which shall consist of \_\_\_\_ members to be elected and to serve in accordance with the By-Laws of the organization. The Board of Advisors shall be responsible for the management and control of the activities and affairs of this organization.

**Article VIII. Meetings**

The Board of Advisors shall hold annual meetings and other special meetings or the Board of Advisors may be convened as provided by the By-Laws of the organization.

**Article IX. Officers**

The officers of the Board of Advisors of this organization shall consist of a Chairman, Vice-Chairman, Secretary, and Treasurer. These officers shall be elected from the membership of the Board of Advisors in the manner and for the terms provided in the By-Laws of this organization.

**Article X. By-Laws**

The By-Laws of the organization may contain any provision for the regulations and management of the organization and not inconsistent with the law or with these articles. The Board of Advisors shall have the power to adopt, alter, amend or repeal the By-Laws of the organization at any regular or special meeting of the organization.

**Article XI. Dissolution**

In the event of the dissolution of this organization, its remaining assets, if any shall be distributed to one or more non-profit, charitable organization (s), as the Board of Advisors of the organization shall determine.

**Article XII. Amendments**

The articles may be amended by the vote of no less than two-thirds of the members present at a meeting duly called for this purpose. No amendments shall be effective unless there is filed in the Office of the Registrar a verified certificate signed by any two authorized officers of the \_\_\_\_\_.

**Article XIII. Transitory Provisions**

**1. Incorporators**

<b><u>Names</u></b>	<b><u>Mailing Address</u></b>	<b><u>Citizenship</u></b>
_____	_____	_____
_____	_____	_____
_____	_____	_____

**2. Initial Board of Directors:**

<u>Name</u>	<u>Mailing Address</u>	<u>Citizenship</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

**Article XIV. Initial Officers**

President: - \_\_\_\_\_  
Vice-President: - \_\_\_\_\_  
Secretary: - \_\_\_\_\_  
Treasurer: - \_\_\_\_\_

Said Officers shall serve without compensation until the election of officers by a fully constituted Board of Directors in the manner provided by the By-Laws of the Coproration

\_\_\_\_\_  
Name & Signature of Officer/Director

\_\_\_\_\_  
Name & Signature of Officer/Director

\_\_\_\_\_  
Name & Signature of Officer/Director

Subscribed and sworn to before me this \_\_\_\_\_ day of \_\_\_\_\_, 2017, by the above-named persons.

\_\_\_\_\_  
Notary Public