



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	CERT	COPY
10/01/2018	201827402414	DOMESTIC NONPROFIT CORP - ARTICLES (ARN)	99.00	0.00	0.00	0.00

Receipt

This is not a bill. Please do not remit payment.

BROUSE MCDOWELL, LPA
ATTN: THERESA M. PALCIC
388 S. MAIN STREET, SUITE 500
AKRON, OH 44311

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jon Husted
4237529

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

CROSSCOUNTRY MORTGAGE FOUNDATION

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

Document(s)

DOMESTIC NONPROFIT CORP - ARTICLES

Effective Date: 09/29/2018

Document No(s):

201827402414



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
1st day of October, A.D. 2018.

Ohio Secretary of State

SEP/28/2018/FRI 03:55 PM Brouse McDowell

FAX No.

P. 003

Form 532B Prescribed by:

JON HUSTED
Ohio Secretary of State

Toll Free: (877) SOS-FILE (877-767-3453)

Central Ohio: (614) 466-3910

www.OhioSecretaryofState.govBusserv@OhioSecretaryofState.gov

File online or for more information:

www.OHBusinessCentral.com

Mail this form to one of the following:

Regular Filing (non expedite)

P.O. Box 670

Columbus, OH 43216

Expedite Filing (Two business day processing time.

P.O. Box 1390 Requires an additional \$100.00.)

Columbus, OH 43216

For screen readers, follow instructions located at this path.

RECEIVED**Initial Articles of Incorporation**
(Nonprofit, Domestic Corporation)

SEP 28 2018

Filing Fee: \$99**(114-ARN)****Form Must Be Typed****OHIO SECRETARY OF STATE**

Please check the box if this nonprofit corporation is being formed for the following purpose:

- ☐ Community Improvement Corporation (Economic Development or Land Reutilization) - Please see Ohio Revised Code Chapter 1724 or the instructions at the end of this form for more information.

First: Name of Corporation **Second:** Location of Principal Office in Ohio

City

County

State**Optional:** Effective Date (MM/DD/YYYY)

(The legal existence of the corporation begins upon the filing of the articles or on a later date specified that is not more than ninety days after filing.)

Third: Purpose for which corporation is formed

**** Note:** for Nonprofit Corporations: The Secretary of State does not grant tax exempt status. Filing with our office is not sufficient to obtain state or federal tax exemptions. Contact the Ohio Department of Taxation and the Internal Revenue Service to ensure that the nonprofit corporation secures the proper state and federal tax exemptions. These agencies may require that a purpose clause be provided. ******

**** Note:** ORC Chapter 1702 allows for additional provisions to be included in the Articles of Incorporation that are filed with this office. If including any of these additional provisions, please do so by including them in an attachment to this form. ******

SEP/28/2018/FRI 03:55 PM Brouse McDowell

FAX No.

P. 004

Original Appointment of Statutory Agent

The undersigned, being at least a majority of the incorporators of

Crosscountry Mortgage Foundation

(Name of Corporation)

hereby appoint the following to be Statutory Agent upon whom any process, notice or demand required or permitted by statute to be served upon the corporation may be served. The complete address of the agent is:

B. & McD., Inc.

(Name of Statutory Agent)

388 S. Main Street, Suite 500

(Mailing Address)

Akron

(Mailing City)

OH

(Mailing State)

44311

(Mailing ZIP Code)

Must be signed by
the incorporators or
a majority of the
incorporators.

(Signature)

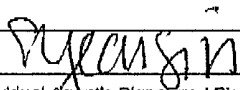
, Incorporator

(Signature)

(Signature)

Acceptance of AppointmentThe Undersigned, B. & McD., Inc., named herein as the
(Name of Statutory Agent)Statutory agent for Crosscountry Mortgage Foundation
(Name of Corporation)

hereby acknowledges and accepts the appointment of statutory agent for said corporation.

Statutory Agent Signature  , V.P. of B. & McD., Inc.
(Individual Agent's Signature / Signature on Behalf of Business Serving as Agent)

SEP/28/2018/FRI 03:56 PM Brouse McDowell

FAX No.

P. 005

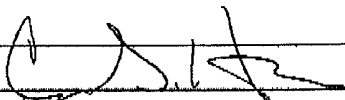
By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

Required

Articles and original appointment of agent must be signed by the incorporator(s).

If the incorporator is an individual, then they must sign in the "signature" box and print his/her name in the "Print Name" box.

If the incorporator is a business entity, not an individual, then please print the entity name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print his/her name and title/authority in the "Print Name" box.


Signature

By (if applicable)

Craig S. Horbus, Incorporator

Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

SEP/28/2018/FRI 03:56 PM Brouse McDowell

FAX No.

P. 006

**Addendum
to
Articles of Incorporation
of
Crosscountry Mortgage Foundation**

THIRD: PURPOSE

The purpose for which this corporation is formed is to operate exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or the corresponding section of any future federal tax code. In furtherance of the foregoing exempt purposes, this corporation is authorized (i) to raise funds and accept gifts, bequests, grants, and contributions, (ii) to perform all acts and to exercise all rights and powers permitted to nonprofit organizations under chapter 1702 of the Ohio Revised Code, (iii) to make distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Code, or the corresponding section of any future federal tax code, and (iv) to provide cash grants directly to individuals, families, and households, including, but not limited to, employees of Crosscountry Mortgage, Inc. and their families and households, who are in urgent need of financial assistance during times of crisis (regardless of religion, race, and background). Such cash grants are intended to assist people, who experience hardship and financial need or vulnerability to financial distress in the face of natural disaster, unexpected short-term emergency, job loss, temporary displacement, illness, or extraordinary medical need, unexpected medical expenses, car repairs, or a family death.

FOURTH: RESTRICTIONS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, 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 its exempt purposes set forth in Article Third hereof. 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.

Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income taxation under Section 501(c)(3) of the Code, or the corresponding section of any future tax code, or (ii) by a corporation, contributions to which are deductible under section 170(c)(2) of the Code, or the corresponding section of any future federal tax code. In furtherance of the foregoing, the following restrictions are imposed: (1) the corporation will distribute its income for each tax year at a time and in a

SEP/28/2018/FRI 03:56 PM Brouse McDowell

FAX No.

P. 007

manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Code, or the corresponding section of any future federal tax code; (2) the corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Code, or the corresponding section of any future federal tax code; (3) the corporation will not retain any excess business holdings as defined in section 4943(c) of the Code, or the corresponding section of any future federal tax code; (4) the corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Code, or the corresponding section of any future federal tax code; (5) the corporation will not make any taxable expenditures as defined in section 4945 of the Code, or the corresponding section of any future federal tax code.

FIFTH: INDEMNIFICATION

The corporation shall indemnify any person who is or was a party or is threatened to be made a party to any threatened, pending, or completed cause of action, suit, or proceeding, whether civil, criminal, administrative, or investigative, other than an action by or in the right of the corporation, by reason of the fact that he is or was a director, officer, employee, agent, or volunteer of the corporation, or is or was serving at the request of the corporation as a director, trustee, officer, employee, member, manager, agent, or volunteer of another corporation, domestic or foreign, nonprofit or for profit, a limited liability company, or a partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by such person in connection with such cause of action, suit or proceeding, to the fullest extent permitted under section 1702.12(E) of the Ohio Revised Code, or the successor to that statute.

SIXTH: AMENDMENT OF ARTICLES

These Articles of Incorporation, or any part thereof, may be amended, altered, changed, or repealed by the affirmative vote of a majority of the members of the corporation at any meeting at which a quorum is present, provided that such amendment shall be consistent with the applicable provisions of chapter 1702 of the Ohio Revised Code.

SEVENTH: DISSOLUTION

Upon the dissolution of the corporation or the winding up of its affairs, or other liquidation of its assets, all of the remaining assets of the corporation shall be distributed only to one or more organizations created and operated for one or more exempt purposes within the meaning of section 501(c)(3) of the Code, or the section of any future federal tax code, as the corporation's board of directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction 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 is or are organized and operated exclusively for such purposes.