



| DATE       | DOCUMENT ID  | DESCRIPTION                                 | FILING | EXPED | CERT | COPY |
|------------|--------------|---------------------------------------------|--------|-------|------|------|
| 04/02/2021 | 202108404242 | DOMESTIC NONPROFIT CORP - ARTICLES<br>(ARN) | 99.00  | 0.00  | 0.00 | 0.00 |

**Receipt**

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

DAVID J. SIMMONS & ASSOCIATES  
4690 MUNSON ST NW  
STE B  
CANTON, OH 44718

# STATE OF OHIO CERTIFICATE

**Ohio Secretary of State, Frank LaRose**  
**4646809**

It is hereby certified that the Secretary of State of Ohio has custody of the business records for  
**WOVEN WITH PROMISE**

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

Document(s)

**DOMESTIC NONPROFIT CORP - ARTICLES**

Effective Date: 03/25/2021

Document No(s):

**202108404242**



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  
2nd day of April, A.D. 2021.

**Ohio Secretary of State**

Form 532B Prescribed by:



Date Electronically Filed: 3/25/2021

Toll Free: 877.767.3453 | Central Ohio: 614.466.3910

[OhioSoS.gov](http://OhioSoS.gov) | [business@OhioSoS.gov](mailto:business@OhioSoS.gov)File online or for more information: [OhioBusinessCentral.gov](http://OhioBusinessCentral.gov)

**Initial Articles of Incorporation**  
**(Nonprofit, Domestic Corporation)**  
**Filing Fee: \$99**  
**(114-ARN)**  
**Form Must Be Typed**

**First:** Name of Corporation

**Second:** Location of Principal Office in Ohio

City

State

County

**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

Please see attachment for third, fourth, fifth, sixth, seventh, and eighth articles

**\*\* 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. **\*\***

**Original Appointment of Statutory Agent**

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

WOVEN WITH PROMISE

(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:

DENISE S. WALSH

(Name of Statutory Agent)

554 RIDGE DR

(Mailing Address)

MEDINA

(Mailing City)

OH

(Mailing State)

44256

(Mailing ZIP Code)

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

DENISE S. WALSH

(Signature)

(Signature)

(Signature)

**Acceptance of Appointment**

The Undersigned,

DENISE S. WALSH

(Name of Statutory Agent)

, named herein as the

Statutory agent for

WOVEN WITH PROMISE

(Name of Corporation)

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

Statutory Agent Signature

DENISE S. WALSH

(Individual Agent's Signature / Signature on Behalf of Business Serving as Agent)

**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)

Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

**Attachment to Initial Articles of Incorporation**

**Third:**        **Purposes.** The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Code Section 501(c)(3).

Solely for the above purposes, the Corporation is empowered to take and hold by bequest, devise, gift, contribution, purchase, lease, or any other form, either absolutely or in trust, any property, real or personal, tangible or intangible, without limitation as to amount or value; to sell, convey, use, apply, and dispose of any such property and to invest and reinvest the income and principal resulting therefrom; to deal with and expend the income and principal of the Corporation; and to exercise all other rights and powers conferred by the laws of the State of Ohio upon non-profit corporations.

**Fourth:**        **No Private Benefit.** No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its 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 Article Third.

**Fifth:**        **Powers.** The Corporation is empowered:

- A. To execute contracts and to buy, own, sell, assign, mortgage, or lease any interest in real estate and personal property and to construct, maintain, and operate improvements thereon necessary or incident to the accomplishment of the purposes set forth in these Articles;
- B. To receive grants and donations, dues and fees for services, and to borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of its business, and to secure the same by mortgage, pledge, or other lien on the Corporation's property;
- C. To invest, buy, sell, transfer, and/or exchange bills, notes, stocks, bonds, and authority to execute any and all instruments necessary to execute such transactions, as part of the normal, ongoing investment and operational activities of the Corporation;
- D. To establish bank, safekeeping, investment or other financial accounts in the name of the Corporation with banks or other financial institutions, and to designate the officers (including themselves), employees, and/or agents of the Corporation

authorized to sign checks, drafts or other documents pertaining to such accounts, and to revoke any such designation;

- E. To take any actions and execute any documents necessary or appropriate with respect to the transactions described above; and
- F. To engage in any lawful act or activity for which corporations may be formed under Chapter 1702 of the Ohio Revised Code, and to do all things reasonably necessary to accomplish the purposes of the Corporation as are not in conflict with the Ohio Nonprofit Corporation Law.

**Sixth:** **Prohibited Activity.** Notwithstanding any other provision of these Articles of Incorporation to the contrary, the Corporation shall not:

- A. Carry on propaganda or otherwise attempt to influence legislation to such extent as would result in the loss of its exemption from federal income tax under Code Section 501(c)(3);
- B. 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;
- C. Carry on any activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Code Section 501(c)(3), or (ii) by a corporation described in Code Section 170(c)(2), contributions to which are deductible under one or more of Code Sections 170(a), 2055 (a)(2), and 2522(a)(2);
- D. Fail to distribute income in each taxable year in amounts that are at least sufficient to avoid liability for any tax imposed by Code Section 4942;
- E. Engage in any act of “self-dealing,” as defined in Code Section 4941(d), that would give rise to any liability for any tax imposed by Section 4941;
- F. Retain any “excess business holdings,” as defined in Code Section 4943(c), that would give rise to any liability for any tax imposed by Section 4943;
- G. Make any investment that would jeopardize the carrying out of any of the Corporation’s exempt purposes, within the meaning of Code Section 4944, so as to give rise to any liability for any tax imposed by that Section; or

- H. Make any “taxable expenditures,” as defined in Code Section 4945(d), that would give rise to any liability for any tax imposed by Code Section 4945.

**Seventh:** **Dissolution.** Upon the dissolution of the Corporation, 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, all of the foregoing within the meaning of Article Third and within the meaning of Code Section 501(c)(3), or shall be distributed to an agency of federal or state government exclusively for a public purpose. 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 organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

**Eighth:** **Code.** All references in these Articles to Sections of the “Code” shall be considered references to the Internal Revenue Code of 1986, as from time to time amended, and to the corresponding provisions of any similar law subsequently enacted.