

"PB-COPY FOR AG"

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ENDORSED
FILED
In the office of the Secretary of State
of the State of California

INTERNATIONAL COUNCIL FOR SMALL BUSINESS

MAR 9 1981

MADCH FONG ELI, Secretary of State
Leslie Glenn
Deputy

I

The name of this corporation is INTERNATIONAL COUNCIL FOR SMALL BUSINESS.

II

The name of the existing unincorporated association now being incorporated by the filing of these articles is International Council for Small Business.

III

A. This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for charitable purposes.

B. The specific purpose of this corporation is to provide education, research, publications, conferences and other instructional and training forums, for its members and others, aimed at improving the management skills and the understanding of small businesses throughout the world.

IV

The name and address in the State of California of this corporation's initial agent for service of process is:

Lillian B. Dreyer
16 Mary Street
San Rafael, CA 94901

V

A. This corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954.

B. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law), or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law).

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

D. This corporation is not organized, nor shall it be operated, for pecuniary gain or profit, and it does not contemplate the distribution of gains, profits, or dividends to the members thereof or to any private shareholder, as defined for purposes of Section 501(c) (3) of the Internal Revenue Code of 1954, or individual.

VI

A. The property of this corporation is irrevocably dedicated to charitable and educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person.

B. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or adequate provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable or educational purposes and which has established its tax exempt status under Section 501(c) (3) of the Internal Revenue Code of 1954.

DATED: March 5, 1981.



AUDREY A. WARREN, Incorporator

I declare that I am the person who has executed these Articles of Incorporation and hereby declare that this instrument is my act and deed.



AUDREY A. WARREN


STATE OF LOUISIANA)
)
 Parish of ORLEANS) ss.

AFFIDAVIT

GERALD E. HILLS and ROBERT O. BAUER, being first duly sworn, each for himself and not one for the other, deposes and says:


That said Gerald E. Hills is the President and said Robert O. Bauer is the Secretary of the International Council for Small Business, an unincorporated association.

That said unincorporated association has duly authorized the incorporation of said association, that said unincorporated association has authorized Audrey A. Warren, Senior Vice President, Finance, of said association to execute, as incorporator, the Articles of Incorporation to which this declaration is attached, and that said Audrey A. Warren has executed said Articles of Incorporation by authority of said association.


GERALD E. HILLS


ROBERT O. BAUER

Subscribed and sworn to before me this 13 day of February, 1981.


Notary Public
NOTARY PUBLIC
State of Louisiana

ARTICLES OF INCORPORATION
OF
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DATED: _____, 1981.

AUDREY A. WARREN, Incorporator

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AUDREY A. WARREN