

**ARTICLES OF INCORPORATION  
FOR**

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The undersigned organizers hereby adopt the following articles:

**ARTICLE I  
NAME**

The Corporation shall be formed and shall operate under the name of \_\_\_\_\_.

**ARTICLE II  
PRINCIPAL PLACE OF BUSINESS**

The principal place of business of the Corporation shall be located at \_\_\_\_\_, in the County of \_\_\_\_\_, State of \_\_\_\_\_.

**ARTICLE III  
REGISTERED AGENT**

The registered agent of the Corporation is \_\_\_\_\_ whose principal place of business and mailing address is \_\_\_\_\_.

**ARTICLE IV  
PURPOSE**

The Purpose for which the Corporation is formed and organized is to function exclusively as a \_\_\_\_\_, for which the Corporation can conduct its business and activities accordingly with the laws of this country and the State of \_\_\_\_\_ where the Corporation is formed and organized.

**ARTICLE V  
DURATION**

The Duration of this Corporation shall be \_\_\_\_\_, which shall commence of \_\_\_\_\_ . The period of duration shall remain in effect unless the Corporation is dissolved earlier by operation of law or by the provisions of its operating agreement.

**ARTICLE VI  
INITIAL DIRECTOR**

The initial board of directors shall consist of one initial director, which shall serve and act as the director until the first annual meeting of shareholders or until its successors are elected. The name and address of the person who shall act and serve as the initial director are set forth below.

**Name:** \_\_\_\_\_

Address: \_\_\_\_\_

**ARTICLE VII  
AUTHORIZED STOCKS**

The Corporation is authorized to issue a total number of \_\_\_\_\_ shares of \_\_\_\_\_ Stocks,  
\_\_\_\_\_ par value of \_\_\_\_\_(if applicable)

**ARTICLE VIII  
RESTRICTIONS ON TRANSFER**

No shares of stocks shall be transferred, sold, or conveyed without the approval of the Board of Directors, either a by resolution of the Board of Directors passed at a Board of Directors meeting or by a written instrument or written instruments signed by all of the Directors.

**ARTICLE IX  
PREEMPTIVE RIGHTS**

The shareholders of this Corporation shall have the preemptive right to purchase any new issue of stocks in proportion to their equity percentage. Any shareholder of this Corporation may also waive such a preemptive right.

**ARTICLE X  
APPEAL OR REPEAL BYLAWS**

The Corporation may adopt, amend, or repeal ByLaws either by approval of the outstanding shares or of the Board of Directors. The Shareholders of this Corporation may expressly provide that the Board of Directors may or may not adopt, amend, or repeal that ByLaws. The power of the Board of Directors is subordinate to the power of the shareholders in adopting, amending, and repealing ByLaws.

**ARTICLE XI  
CUMULATIVE VOTING**

The shareholders of this Corporation shall have cumulative voting rights when electing new directors, in which votes will be calculated by multiplying the number of voting shares they are entitled to cast by the number of Directors being elected.

**ARTICLE XII  
FISCAL YEAR**

The Corporation shall adopt a Fiscal Year for financial accounting and reporting and taxation purposes. The Fiscal Year shall begin on \_\_\_\_\_ and shall end on \_\_\_\_\_.

**ARTICLE XIII  
INDEMNIFICATION OF DIRECTORS, OFFICERS, EMPLOYEES, AND AGENTS**

The Corporation and its Shareholders shall hold harmless and indemnify the Board of Directors, officers, employees, and agents from and against any claims, of any nature, whatsoever, that arises from their participation in the affairs and business of the Corporation. The Corporation and its Shareholders shall not indemnify the Board of Directors, officers, employees, and agents for any claims resulting from gross negligence or willful misconduct of the indemnified party.

**ARTICLE XIV  
LIMITATION OF LIABILITY**

The Board of Directors and its officers of this Corporation shall not be personally liable to the Corporation or its Shareholders for any mistake or error in judgment for any acts or omissions, carried out in good faith, within the scope of their authority conferred and implied by the Articles of Incorporation or by the Corporation. The Board of Directors and its officers of this Corporation shall be personally liable to the Corporation or its Shareholders for any damages and expenses incurred as a result of any acts and omissions involving fraud and intentional wrongdoing.

**ARTICLE XV  
INCORPORATOR**

The undersigned Incorporator of this Corporation is \_\_\_\_\_, whose mailing address is \_\_\_\_\_

**IN WITNESS WHEREOF**, the undersigned Incorporator hereby executes this Articles of Incorporation as on \_\_\_\_\_

**Signature of Incorporator** \_\_\_\_\_

**Name of Incorporator** \_\_\_\_\_

**NOTARY ACKNOWLEDGMENT**

State of \_\_\_\_\_

County of \_\_\_\_\_

On \_\_\_\_\_, before me personally appeared, \_\_\_\_\_, known to be the person(s) described herein as the Incorporator, who executed the foregoing instrument and acknowledged that he/she executed the same as his/her free act and deed.

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**Notary Public**