

ARTICLES OF INCORPORATION

of

(Name of Organization)

TO THE SECRETARY OF STATE OF THE STATE OF NEBRASKA:

We, the undersigned persons, acting as incorporators of a Corporation under the **Nebraska Nonprofit Corporation Act**, pursuant to **Sections 21-1901 to 21-19,177 et seq.**, hereby adopt the following **Articles of Incorporation** for such Corporation.

ARTICLE I

The name of the Corporation is **(name of organization)**.

ARTICLE II

The period of its duration is **perpetual**.

ARTICLE III

The place in the State of Nebraska where the principal office of the Corporation is **(list a durable address—maybe sponsoring church, associational office, etc)**.

ARTICLE IV

The purposes for which the Corporation is organized are:

A. The Corporation is a **religious corporation** organized exclusively for religious, charitable, educational, and scientific purposes, including for such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law).

B. To receive and administer funds for religious, charitable, educational, and scientific purposes and to that end to take and hold, bequest, devise, gift, grant, purchase, lease, or otherwise, either absolutely or jointly with any other person, persons, corporation, any property, real, personal, tangible or intangible, or any undivided interest therein, without limitations as to amount or value, to sell, convey, or otherwise dispose of any such manner as, in the judgment of the Directors, will best promote the purposes of the Corporation without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the Bylaws of the Corporation, or any laws applicable thereto.

C. Without limiting the generality of the foregoing, the principal purpose of the Corporation shall be to organize, operate, and maintain a **Christian ministry in the Community** (list name of city), for the purpose of carrying out the following: (list vision/purpose statement). The Corporation, to enable it to provide such ministries, shall acquire by purchase, lease, gift, grant, devise, bequest or by other lawful manner, the necessary real property, buildings, equipment and facilities.

The Corporation shall take, and hold by bequest, devise, gift, grant, purchase, lease, or otherwise, any property, real, personal, tangible, or intangible, or any undivided interest therein, without limitations as to amount or value, for purpose of accomplishing any of the purposes of the Corporation.

D. In general, to do any and all acts and things, and to exercise any and all powers which it may now or hereafter be lawful for the Corporation to do or exercise under and pursuant to the laws of the State of Nebraska for the purpose of accomplishing any of the purposes of the Corporation.

E. The purposes for which the Corporation is organized shall be confined to those which are strictly religious, charitable, educational, and scientific.

ARTICLE V

The address of its initial registered office in the State of Nebraska is _____, and the name of its initial registered agent at such address is _____.

ARTICLE VI

The business and affairs of the Corporation shall be conducted by a Board of Directors, and the number, qualifications, term of office, method of election and removal may be varied from time to time as set forth in and amendment to the Bylaws. The number of Directors constituting the initial Board of Directors of the Corporation is _____. The names and addresses of the persons who are to serve as the initial Directors are: _____

ARTICLE VII

The name and address of the Incorporator is: _____

ARTICLE VIII

The Corporation shall have **members**, and the initial *Charter Members are:*

The Corporation shall have additional members as provided for in the initial Bylaws.

ARTICLE IX

The initial Bylaws of the Corporation shall be adopted by the *Charter Members*. The power to alter, amend or repeal the Bylaws or adopt new Bylaws shall be vested in the **Membership** as provided for within the Bylaws.

ARTICLE X

No part of the net earnings of the Corporation shall inure to the benefits of, or be distributable to, its 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 the purposes set forth in **ARTICLE IV** thereof. 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) and political campaign on behalf of any candidate for public office. 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 taxes under Section 501 (3) (c) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law), or be a Corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE XI

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for religious, charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Nebraska District Court 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 are organized and operated exclu-

sively for such purposes.

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ARTICLE XII

A Director or an Officer of the Corporation is not liable on the Corporation's debts or obligations and a Director or an Officer is not personally liable in that capacity, for a claim based upon an act or omission of the person performed in the discharge of the person's duties, except for a breach of duty of loyalty to the Corporation, for acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law, or for a transaction from which the person drives an improper personal benefit. If this limitation of liability is too broad, then the above provision shall be enforced to the fullest extent as provided by law. If Nebraska law is hereafter changed to permit further elimination or limitation of the liability of Directors or Officers for monetary damages to the Corporation, then the liability of such Director or Officer of the Corporation shall be eliminated or limited to the extent then permitted. The Directors or Officers of the Corporation have agreed to serve in their respective capacities in reliance upon the provisions of this **ARTICLE**.

ARTICLE XIII

The Corporation shall indemnify Directors and Officers of this Corporation, and each Director or Officer of this Corporation who is serving or who has served at the request of this Corporation, as a Director, Officer, partner, trustee, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise or employee benefit plan to the fullest extent possible against expenses, including attorneys' fees, judgments, penalties, fines, settlements and reasonable expenses, actually incurred by such Director or Officer of this Corporation or as a Director, Officer, partner, trustee, employee or agent of another corporation, partnership, joint venture, trust, other enterprise or employee benefit plan except that the mandatory indemnification required by this **Article** shall not apply (i) to a breach of such Director's or Officer's duty of loyalty to the Corporation, (ii) for acts in violation of the law, (iii) for a transaction from which such Director or Officer derived an improper personal benefit or against judgments, penalties, fines and settlements arising from any proceeding by or in the right Corporation, or against expenses in any such case where such Director or Officer shall be adjudged liable to the Corporation.

Date this _____ day of _____, _____.

_____, Director/Incorporator _____, Director
_____, Director _____, Director

