ARTICLES OF INCORPORATION

Draft only. This blank lists the content most states require in a corporation's formation document. Many filing offices require their own form or online filing, and some states call it a Certificate of Incorporation (Delaware, New York) or a Certificate of Formation (Texas). Check your state's filing office before you file. Filing fees change; check the current fee there.

To form a corporation under the laws of the State of _____, the incorporator(s) named below adopt these Articles of Incorporation.

1. NAME

The name of the corporation is _____ (the "Corporation"). Most states require a word such as "Corporation," "Incorporated" or "Inc." in the name.

2. TYPE OF CORPORATION

(check one) [ ] for-profit corporation [ ] professional corporation, to render the professional services of _____ [ ] nonprofit corporation, organized on a nonstock basis [ ] close corporation, with shares held of record by not more than _____ persons [ ] benefit corporation

3. PURPOSE

(check one) [ ] The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the laws of the State of _____. [ ] The purpose of the Corporation is to _____.

Nonprofit seeking 501(c)(3) status: The Corporation is organized exclusively for (check all that apply) [ ] charitable [ ] educational [ ] religious [ ] scientific [ ] literary purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

4. AUTHORIZED SHARES (FOR-PROFIT ONLY)

The Corporation is authorized to issue _____ shares of common stock and _____ shares of preferred stock (write 0 if none), (check one) [ ] each with a par value of $_____ [ ] all without par value. Delaware, New York, Ohio and Texas require one of these two statements.

Rights of any preferred stock: _____.

5. REGISTERED AGENT AND REGISTERED OFFICE

The name of the Corporation's initial registered agent is _____, and the street address of the initial registered office is _____, County of _____.

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6. PRINCIPAL OFFICE

The street address of the Corporation's initial principal office is _____. Mailing address, if different: _____.

7. INCORPORATORS

Name and address of each incorporator: _____;
_____.

8. INITIAL DIRECTORS (OPTIONAL IN MOST STATES)

The number of directors constituting the initial board is _____. Name and address of each initial director: _____; _____;
_____.

9. DURATION AND EFFECTIVE DATE

(check one) [ ] The Corporation's existence is perpetual. [ ] The Corporation will exist until _____.

(check one) [ ] These Articles will take effect when filed. [ ] These Articles will take effect on _____.

10. OPTIONAL PROVISIONS

[ ] Limitation of Director Liability. To the fullest extent the laws of the state of incorporation permit, no director of the Corporation is personally liable to the Corporation or its shareholders or members for monetary damages for breach of fiduciary duty as a director.

[ ] Indemnification. The Corporation shall indemnify its directors and officers, and may advance their expenses, to the fullest extent the laws of the state of incorporation permit.

[ ] No shareholder has a preemptive right to acquire unissued shares of the Corporation.

Nonprofit only: No part of the net earnings of the Corporation will inure to the benefit of any director, officer or private person. On dissolution, the remaining assets will be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or to the federal government or a state or local government for a public purpose.

Additional provisions: _____

SIGNATURES

Incorporator

Signature: _____ Date: _____

Printed Name: _____

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Incorporator

Signature: _____ Date: _____

Printed Name: _____

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