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Eugene "Gene" Moore
Cook County Recorder of Deeds
Date: 03/23/2009 11:39 AM Pg: 1 of 4

FORM NFP 102.10 (rev. Dec. 2003)
ARTICLES OF INCORPORATION
General Not For Profit Corporation Act

Jesse White, Secretary of State
Department of Business Services
Springfield, IL 62756
217-782-9522
www.cyberdriveillinois.com

FILED

MAR 20 2009

JESSE WHITE
SECRETARY OF STATE

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File # 6655-259-4 Filing Fee: \$50 Approved: Old

----- Submit in duplicate ----- Type or Print clearly in black ink ----- Do not write above this line -----

Article 1. Name of Corporation: EdgeAlliance, Inc.

Article 2. Name and Address of Initial Registered Agent and Registered Office:

Registered Agent	<u>CT Corporation System</u>		
	First Name	Middle Name	Last Name
Registered Office	<u>208</u>	<u>South LaSalle Street</u>	<u>Suite 814</u>
	Number	Street	Suite No. (P.O. Box alone is unacceptable)
	<u>Chicago</u>	<u>IL</u>	<u>60604</u>
	City	ZIP Code	County
			<u>Cook</u>

Article 3. The first Board of Directors shall be four (4) in number, their Names and Addresses being as follows:
Not less than three

Director Name	Street Address	City	State	ZIP Code
<u>See Attachment - Article 3</u>				

Article 4. Purposes for which the corporation is organized:

See Attachment - Article 4

(continued on back)

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Article 4. (continued)

Is this corporation a Condominium Association as established under the Condominium Property Act? (check one)
 Yes No

Is this corporation a Cooperative Housing Corporation as defined in Section 216 of the Internal Revenue Code of 1954? (check one)
 Yes No

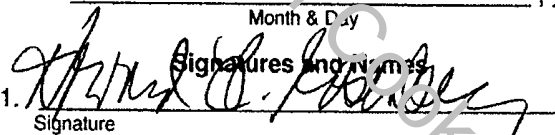
Is this corporation a Homeowner's Association, which administers a common-interest community as defined in subsection (c) of Section 9-102 of the Code of Civil Procedure? (check one)
 Yes No

Article 5. Other provisions (attach additional pages if needed):

See Attachment - Article 5

Article 6. Names & Addresses of Incorporators

The undersigned incorporator(s) hereby declare(s), under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

Dated	<u>March 19</u>	<u>2009</u>
	Month & Day	Year
	Signatures and Names	
1.		Post Office Address
	Signature	1. <u>71 S. Wacker Dr.</u>
	<u>Howard L. Rosenberg</u>	Street
	Name (please print)	<u>Chicago, IL 60606</u>
		City/Town State ZIP
2.	Signature	2. _____
	Name (please print)	Street
		City/Town State ZIP
3.	Signature	3. _____
	Name (please print)	Street
		City/Town State ZIP
4.	Signature	4. _____
	Name (please print)	Street
		City/Town State ZIP
5.	Signature	5. _____
	Name (please print)	Street
		City/Town State ZIP

Signatures must be in BLACK INK on the original document.

Carbon copies, photocopies or rubber stamped signatures may only be used on the duplicate copy.

- If a corporation acts as incorporator, the name of the corporation and the state of incorporation shall be shown and the execution shall be by a duly authorized corporate officer. Please print name and title under the officer's signature.
- The registered agent cannot be the corporation itself.
- The registered agent may be an individual, resident in Illinois, or a domestic or foreign corporation, authorized to act as a registered agent.
- The registered office may be, but need not be, the same as its principal office.
- A corporation that is to function as a club, as defined in Section 1-3.24 of the "Liquor Control Act" of 1934, must insert in its purpose clause a statement that **it will comply with the State and local laws and ordinances relating to alcoholic liquors.**

(For inserts use 8 1/2 x 11 white paper)

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ATTACHMENT TO THE ARTICLES OF INCORPORATION OF EDGEALLIANCE, INC.

ARTICLE 3

BOARD OF DIRECTORS

<u>Directors Names</u>	<u>Street Address</u>	<u>City</u>	<u>State</u>	<u>ZIP Code</u>
Donna Smyth	2200 N. Rockwell	Chicago	IL	60647
Mark Steele	1434 N. Western Ave., #2	Chicago	IL	60622
Wes Walker	1156 W. Armitage Ave.	Chicago	IL	60622
James G. Mahn	516 W. Surf, #3	Chicago	IL	60657

ARTICLE 4

PURPOSES

EdgeAlliance, Inc. (the "Corporation") is organized exclusively for charitable, educational, literary and scientific purposes, including fostering the development of low-income affordable housing, within the meaning of Sections 170(c)(2)(B) and 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). In furtherance of said purposes, the Corporation may:

1. Expend its funds directly to accomplish one or more purposes described in Sections 170(c)(1) and 170(c)(2)(B) of the Code;
2. Make distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code; and
3. Engage in any and all lawful activities necessary for, or incidental to, the foregoing purposes.

No part of the net earnings of the Corporation shall inure to the benefit 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 these Articles of Incorporation. 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) any political campaign on behalf of or in opposition to any candidate for public office.

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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 Code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Code.

If the Corporation is determined by the Internal Revenue Service to be a private foundation, then the following additional provisions will apply:

1. The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Code.
2. The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Code.
3. The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Code.
4. The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Code.
5. The Corporation will not make any taxable expenditures as defined in section 4945(d) of the Code.

ARTICLE 5

OTHER PROVISIONS

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation in furtherance of the charitable, educational, literary, and scientific purposes of the Corporation, or to such organization or organizations organized and operated exclusively for charitable, religious, educational, literary, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Code, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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 exclusively for such purposes.