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

Doc#: 0920545100 Fee: \$42.00
Eugene "Gene" Moore
Cook County Recorder of Deeds
Date: 07/24/2009 04:08 PM Pg: 1 of 4

Jesse White, Secretary of State
Department of Business Services
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Springfield, IL 62756
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FILED: 07/21/2009 JESSE WHITE SECRETARY OF STATE

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

Article 1.
Corporate Name: Joymark of America Corporation

Article 2.
Name and Address of Registered Agent and Registered Office in Illinois:

Registered Agent:	<u>LaRue</u>	<u>C.</u>	<u>Little</u>
	First Name	Middle Name	Last Name
Registered Office:	<u>826 S. Ada Street</u>		
	Number	Street	Suite # (P.O. Box alone is unacceptable)
	<u>Chicago</u>	<u>60607</u>	<u>Cook</u>
	City	ZIP Code	County

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

Director Name	Street Address	City	State	Zip Code
<u>Garard A. Foster</u>	<u>6585 E. Nevada Place,</u>	<u>Denver</u>	<u>CO.</u>	<u>80224</u>
<u>Joshua S. Shipp</u>	<u>137 Park Avenue, Suite 36</u>	<u>Boston</u>	<u>MA.</u>	<u>02215</u>
<u>Denice Foster-Harris</u>	<u>1 Magazine Gap Rd. F10E</u>	<u>Central Hong Kong</u>	<u>SAR</u>	

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Article 4.
Purpose(s) for which the Corporation is organized:

To engage in any lawful and legitimate activities permitted to be carried on by (i) a corporation recognized by the Internal Revenue Service as being exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (the Code), as amended, or corresponding provisions of any subsequent federal tax laws, or (ii) by a corporation, contributions to which are deductible for federal income tax purposes under Section 107 the Code.

(See Continuation of Article 4 on Attachment hereto)

(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 (For more space, attach additional sheets of this size.):

(SEE ATTACHMENT)

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 June 29, 2009
Month Day Year

Signatures and Names	Post Office Address
1. <u><i>Garard A. Foster</i></u> Signature Garard A. Foster Name (print)	1. <u>6585 E. Nevada Place</u> Street <u>Denver, Colorado 80224</u> City, State, ZIP
2. <u><i>John S. Shipp</i></u> Signature Joshua S. Shipp Name (print)	2. <u>137 Park Drive, Suite 36</u> Street <u>Boston, Massachusetts 02215</u> City, State, ZIP
3. <u><i>Denice Foster-Harris</i></u> Signature Denice Foster-Harris Name (print)	3. <u>I Magazine Gap Rd. F10E</u> Street <u>Central, Hong Kong SAR</u> City, State, ZIP
4. _____ Signature Name (print)	_____ Street City, State, ZIP
5. _____ Signature Name (print)	5. _____ Street City, 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 beneath 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.

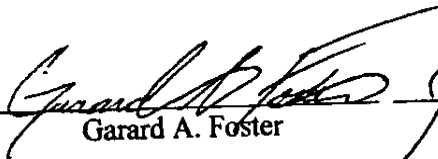
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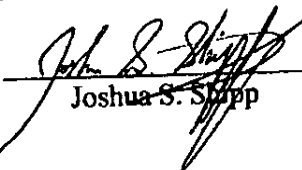
Article 4 (Continuation)

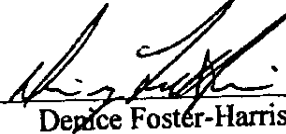
Purposes for which Joymark of America Corporation is further form to act as a not-for-profit corporation is with non-pecuniary interest and exclusively for charitable purposes for:

- The promotion of social welfare and environmental conservancy as a charitable and humanitarian activity through the establishment and operation of programs that benefit economically challenged and aged persons in quality and energy efficient institutions and organizations such as independent residences for the aged, and similar treatment or residential centers established or adopted by Joymark of America Corporation. Overall, Joymark of America Corporation's social welfare promotional endeavors involve the establishment or adoption and operation of service programs and activities designed to accomplish charitable purposes, lesson neighborhood tensions, lesson burdens of the government, combat community deterioration and best help people become self-sufficient, independent and responsible citizens; and
- The promotion of education, with a priority in advancing art education, as a charitable activity by providing student housing and/or financial assistance; and promoting the advancement of knowledge through research, or the dissemination of knowledge by means of publications, seminars, lectures and the like, as well as the development and/or sponsorship of festivals and art exhibitions and other educational programs that promote public appreciation of the arts to children and youth in low-income areas as a further means to improve learning while providing life-enriching experiences. Art education programs designed by Joymark of America Corporation will engage art students in a creative process to assess students' learning in the arts through an artistically enlightening curriculum with a combination of art instruction, performance or exhibition experience, and interaction with art enthusiasts and art educators. Further, the art education programs designed by Joymark of America Corporations will provide ongoing support, expertise and resources to teachers of arts, students of art and art enthusiasts in an environment that is conducive to fostering discussions and the sharing and exchanging of artistic ideas between persons in the arts.

APPROVED BY INCORPORATORS ON THIS 29TH DAY OF JUNE 2009:


Garard A. Foster


Joshua S. Stapp


Derice Foster-Harris

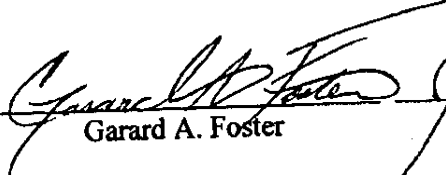
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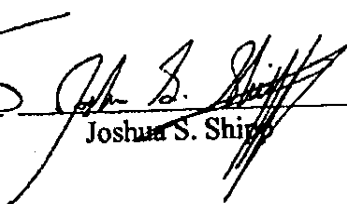
Article 5 (Continuation)

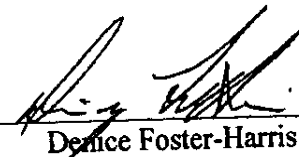
Article 5 of the Articles of Incorporation of a General Not-For-Profit Corporation of Joymark of America Corporation shall read as follows:

- No substantial part of the activities of Joymark of America Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation.
- No part of the net earnings of Joymark of America Corporation shall inure to the benefit of or be distributable to its directors, officers or other private persons except that Joymark of America 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.
- Notwithstanding any other provisions set forth herein, Joymark of America Corporation shall not carry on any other activities not permitted to be carried on by (i) a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws or (ii) by a corporation, contributions to which are deductible for federal income tax purposes.
- In the event of the dissolution, liquidation or termination of Joymark of America Corporation, its Board of Directors shall, after paying or making provisions for the payment of all the costs and liabilities thereof, distribute the remaining assets of Joymark of America Corporation to another charitable organization or organizations as they in their sole discretion, shall select; provided, however, that such organization or organizations shall qualify, at the time of distribution, as an organization or organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any corresponding section of any future federal tax laws, and none of the assets shall be distributed to any Officer or Director of Joymark of America Corporation or to any private person.

APPROVED BY INCORPORATORS ON THIS 29TH DAY OF JUNE 2009:


Garard A. Foster


Joshua S. Shipp


Denise Foster-Harris