

File Number 5973-897-6

State of Illinois  
Office of  
The Secretary of State

Whereas,

ARTICLES OF INCORPORATION OF  
PREPARATION FOR HIRE, INC.

INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN  
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE  
GENERAL NOT FOR PROFIT CORPORATION ACT OF ILLINOIS, IN FORCE  
JANUARY 1, A.D. 1987.

Now Therefore, I, George H. Ryan, Secretary of State of the State of  
Illinois, by virtue of the powers vested in me by law, do hereby issue  
this certificate and attach hereto a copy of the Application of the  
aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be  
affixed the Great Seal of the State of Illinois,  
at the City of Springfield, this 30TH  
day of DECEMBER A.D. 19 97 and of  
the Independence of the United States the two  
hundred and 22ND



*George H. Ryan*

Secretary of State

BOX 170

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NFP-102.10  
(Rev. Jan. 1995)

ARTICLES OF INCORPORATION

(Do Not Write in This Space)

**SUBMIT IN DUPLICATE**

Payment must be made by Certified Check, Cashier's Check, Illinois Attorney's Check, Illinois C.P.A.'s Check or Money Order, payable to "Secretary of State."

**DO NOT SEND CASH!**

Date 12-30-97

Filing Fee \$50

Approved [Signature]

TO: GEORGE H. RYAN, Secretary of State

Pursuant to the provisions of "The General Not For Profit Corporation Act of 1986," the undersigned incorporator(s) hereby adopt the following Articles of Incorporation.

Article 1. The name of the corporation is: Preparation For Hire, Inc.

Article 2: The name and address of the initial registered agent and registered office are:

Registered Agent	<u>Susan</u>	<u>J.</u>	<u>Magar</u>
	First Name	Middle Name	Last Name
Registered Office	<u>225 West Wacker Drive</u>		
	Number	Street	(Do Not Use P.O. Box)
	<u>Chicago</u>	<u>IL</u>	<u>60606</u>
	City	Zip Code	County
			<u>Cook</u>

Article 3: The first Board of Directors shall be 4 in number, their names and residential addresses being as follows: (No. less than three)

Director's Names	Number	Street	Address City	State
<u>Earl Rose</u>	<u>5135 S. Kenwood</u>		<u>Chicago, IL</u>	<u>60615</u>
<u>Anita Petis</u>	<u>same</u>			
<u>Bernard Lacour</u>	<u>same</u>			
<u>Lorri Clark</u>	<u>same</u>			

Article 4. The purposes for which the corporation is organized are:

See Attachment

**FILED**

DEC 30 1997

GEORGE H. RYAN  
SECRETARY OF STATE

**EXPEDITED**

DEC 30 1997

SECRETARY OF STATE

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

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

Is this 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?  Yes  No

Article 5. Other provisions (please use separate page):

**BOX 170**

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 December 29, 19 97.

Table with 2 columns: SIGNATURES AND NAMES, POST OFFICE ADDRESS. Row 1: Nicole Krueger, 225 West Wacker Drive, Chicago, IL, 60606.

(Signatures must be in BLACK INK on original document. Carbon copy, xerox or rubber stamp signatures may only be used on the true 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 its President or Vice-President and verified by him, and attested by its Secretary or an Assistant Secretary.
• The registered agent cannot be the corporation itself.
• The registered agent may be an individual, resident in this State, 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 which 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 WHITE PAPER - SIZE 8 1/2 x 11

File No. FORM NFP-102.10 ARTICLES OF INCORPORATION under the GENERAL NOT FOR PROFIT CORPORATION ACT of

SECRETARY OF STATE DEPARTMENT OF BUSINESS SERVICES CORPORATION DIVISION SPRINGFIELD, ILLINOIS 62756 TELEPHONE (217) 782-9522 782-9523 (These Articles Must Be Executed and Filed in Duplicate)

Filing Fee \$50 C-157.9

ATTACHMENT TO ARTICLES OF INCORPORATION  
OF  
PREPARATION FOR HIRE, INC.

Article 4. The purposes for which the corporation is organized are:

Charitable and educational purposes, including educating new and returning members of the work force for lifetimes of gainful employment, but only to the extent and in such manner that such purposes constitute exclusively charitable and educational purposes within the meaning of sections 501(c)(3) and 170(c)(2)(B) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any subsequent Federal tax law (hereinafter referred to as the "Code").

No part of the net earnings or assets of the Corporation shall inure to the benefit of, or be distributable to, its members, directors or officers or other private persons (except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to and reimbursement of expenses incurred on behalf of the Corporation and to make payments and distributions in furtherance of its purposes as 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 distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these Articles of Incorporation or the laws of any jurisdiction otherwise applicable, the Corporation shall not carry on any activities not permitted to be carried on and shall not make any distribution not permitted to be made (a) by an organization exempt from Federal income tax under section 501(c)(3) of the Code, or (b) by an organization contributions to which are deductible under section 170(c)(2) of the Code.

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payments of all the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively to organizations organized and operated exclusively for charitable and educational purposes and shall at the time qualify as an exempt organization 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 the Court of Common Pleas 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.

Notwithstanding the foregoing, in the event that the Corporation is determined to be a private foundation for United States Federal income tax purposes: (a) the

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

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