

Secretary of State Office  
500 E Capitol Ave  
Pierre, SD 57501  
(605)773-4845

# ARTICLES OF INCORPORATION DOMESTIC NONPROFIT CORPORATION

Please Type or Print Clearly in Ink

Please submit one **Original** and one **Photocopy**

**FILING FEE: \$30** payable to SECRETARY OF STATE

**RECEIVED**  
**SEP 17 2015**  
**S.D. SEC. OF STATE**

Filed this 17<sup>th</sup> day of  
Sept 2015

*Shantel Krebs*

SECRETARY OF STATE

Telephone # (605) 338-1600  
FAX # \_\_\_\_\_

## Article I

The name of the corporation is Elimination of Prejudice Foundation

## Article II

The period of existence is: From inception in 2015, whenever this is accepted, until such time as the corporation may be dissolved.

## Article III

The purpose for which the corporation is organized.

This corporation is organized exclusively for one or more purposes as specified in Section 501(c)(3) of the IRS Code. The specific objectives and purposes of this corporation shall be to support and promote the elimination of prejudice in all its forms consistent with the corporation's stated mission, vision, and values:  
Vision Statement: "A society where appreciation of and respect for differences creates better understanding among people."  
Mission Statement: "A movement dedicated to nurturing civil discourse, establishing common ground and eliminating prejudice."  
Values Statement: "J-U-S-T-I-C-E is the core value essential to the Elimination of Prejudice. Justice. Understanding. Sincerity. Tact. Impartiality. Compassion. Equality."

## Article IV

Check one:

The corporation will have members.

The corporation will not have members.

## Article V

If the corporation is to have one or more classes of members, any provision which the incorporators elect to set forth designating the class or classes of members and stating the qualifications and rights of the members of each class.

## Article VI

If the directors are not to be elected or appointed by one or more classes of members, a statement of the manner in which such directors shall be elected or appointed.

The corporation shall have no fewer than nine (9) and no more than fifteen (15) directors (excluding ex-officio directors as specified in the bylaws) and collectively they shall be known as the board of directors. The inaugural board will be appointed by the three incorporators (listed below) who also are the three initial directors, acting with the full authority of, and consistent with the decisions of, a temporary board of founding directors. Once the inaugural board of directors is selected by the incorporators, future board membership will be determined by vote of the Elimination of Prejudice Foundation board of directors. The stipulations and procedures regarding board membership are specified in the bylaws.

## Article VII

Any provisions which the incorporators elect to set forth for the regulation of the internal affairs of the corporation, including any provision for the distribution of assets on dissolution or final liquidation.

This corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code.  
Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation, shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

## Article VIII

The South Dakota Registered Agent name John S. Marsh

3001 Spruceleigh Court Sioux Falls SD 57105

Street Address or Rural Route Box Number in This State and City State ZIP+4

Same as above

Mailing Address in This State, if Different from Street Address City State ZIP+4

When listing a Commercial Registered Agent, please state their CRA #.  
This number can be obtained from the Commercial Registered Agent.

\_\_\_\_\_

## Article IX

Three or more directors are required by law. The number of directors constituting the initial board of directors: 3

John S. Marsh	3001 Spruceleigh Court	Sioux Falls	SD	57105
Director	Street Address	City	State	ZIP+4
Jeffrey F. Buhler	812 Grandville Drive	Winter Park	FL	32789
Director	Street Address	City	State	ZIP+4
Shawn M. Upchurch	177 Front St.	Berea	OH	44017
Director	Street Address	City	State	ZIP+4
Director	Street Address	City	State	ZIP+4

## Article X

Incorporators: Three or more incorporators are required by law.

John S. Marsh	3001 Spruceleigh Court	Sioux Falls	SD	57105
Incorporator	Street Address	City	State	ZIP+4
Jeffrey F. Buhler	812 Grandville Drive	Winter Park	FL	32789
Incorporator	Street Address	City	State	ZIP+4
Shawn M. Upchurch	177 Front St.	Berea	OH	44017
Incorporator	Street Address	City	State	ZIP+4
Incorporator	Street Address	City	State	ZIP+4
Incorporator	Street Address	City	State	ZIP+4

Dated

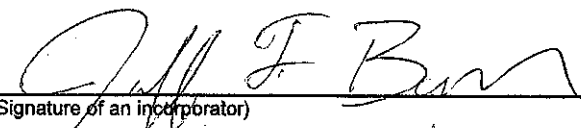
Sept. 1, 2015

  
\_\_\_\_\_  
(Signature of an incorporator)

John S. Marsh  
\_\_\_\_\_  
(Printed Name)

Dated

Sept 10, 2015

  
\_\_\_\_\_  
(Signature of an incorporator)

Jeffrey F. Buhler  
\_\_\_\_\_  
(Printed Name)

Dated

Sept. 5, 2015

  
\_\_\_\_\_  
(Signature of an incorporator)

Shawn M. Upchurch  
\_\_\_\_\_  
(Printed Name)

**By signing this form, you agree to have both the fee and the form processed electronically. A fee of up to \$40 will be assessed for returned payments.**