



OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

JUNE 16, 2003

6293-801-3

C T CORPORATION SYSTEM
600 S 2ND ST
SPRINGFIELD, IL 62704

RE UNITED WAY OF METROPOLITAN CHICAGO

DEAR SIR OR MADAM:

ENCLOSED YOU WILL FIND THE ARTICLES OF INCORPORATION OF THE ABOVE NAMED CORPORATION. THE CORPORATION IS REQUIRED TO FILE AN ANNUAL REPORT EACH YEAR. BLANK FORMS WILL BE MAILED BY THIS OFFICE TO THE REGISTERED AGENT AS SHOWN BY OUR FILES APPROXIMATELY 60 DAYS PRIOR TO ITS ANNIVERSARY MONTH. (ORIGINAL DATE OF INCORPORATION).

THE REQUIRED FEE OF \$50.00 IN THIS CONNECTION HAS BEEN RECEIVED AND PLACED TO YOUR CREDIT.

THIS DOCUMENT MUST BE RECORDED IN THE OFFICE OF THE RECORDER OF THE COUNTY IN WHICH THE REGISTERED OFFICE OF THE CORPORATION IS LOCATED. FOR FURTHER INFORMATION CONTACT YOUR RECORDER OF DEEDS.

CERTAIN NOT FOR PROFIT CORPORATIONS ORGANIZED AS A CHARITABLE CORPORATION ARE REQUIRED TO REGISTER WITH THE OFFICE OF THE ATTORNEY GENERAL. UPON RECEIPT OF THE ENCLOSED ARTICLES OF INCORPORATION, YOU MUST CONTACT THE CHARITABLE TRUST DIVISION, OFFICE OF THE ATTORNEY GENERAL, 100 W. RANDOLPH, 3RD FLOOR, CHICAGO, ILLINOIS 60601 TELEPHONE (312) 814-2595.

THE ISSUANCE OF THIS CERTIFICATE DOES NOT ENTITLE THE CORPORATION TO A PROPERTY TAX EXEMPTION. YOU MUST APPLY FOR THAT EXEMPTION THROUGH THE BOARD OF REVIEW IN THE COUNTY WHERE REAL ESTATE IS LOCATED.

THE DEPARTMENT OF BUSINESS SERVICES IS NO LONGER ISSUING A CERTIFICATE ATTACHED TO THE ARTICLES OF INCORPORATION AS OF FEBRUARY 15, 2002.

SINCERELY,

JESSE WHITE
SECRETARY OF STATE

A handwritten signature in cursive script that reads "Jesse White".

DEPARTMENT OF BUSINESS SERVICES
CORPORATION DIVISION

Springfield, Illinois 62736

Form **NFP-102.10**

ARTICLES OF INCORPORATION

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!

File # 6293.801-3

(Rev. Jan. 2003)

Submit in Duplicate

Jesse White
Secretary of State
Department of Business Services
Springfield, IL 62756
www.cyberdriveillinois.com
Telephone: (217) 782-6961

This space for use by Secretary of State

FILED

JUN 16 2003

**JESSE WHITE
SECRETARY OF STATE**

Date 6.16.03

Filing Fee \$ 50.00

Approved: 

TO: JESSE WHITE, 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: United Way of Metropolitan Chicago

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

Registered Agent JB Corporate Services

First Name	Middle Name	Last Name

Registered Office One IBM Plaza

Number	Street	(Suite #) (A P.O. Box alone is not acceptable)
<u>Chicago</u>	<u>IL</u>	<u>60611</u>
<u>Cook</u>	<u>City</u>	<u>ZIP Code</u>
	<u>County</u>	

Article 3: The first Board of Directors shall be _____ in number, their names and addresses being as follows: (Not less than three)

Directors Names	Street Address	City	State	ZIP Code
<u>R. Eden Martin</u>	<u>495 Greenleaf Avenue</u>	<u>Glencoe</u>	<u>IL</u>	<u>60022</u>
<u>Janet P. Broetscher</u>	<u>1083 Skokie Ridge Rd.</u>	<u>Glencoe</u>	<u>IL</u>	<u>60022</u>
<u>Elmer W. Johnson</u>	<u>950 N. Michigan Avenue</u>	<u>Chicago</u>	<u>IL</u>	<u>60611</u>

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

Charitable, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, including but not limited to the collection and disbursement of charitable funds within the Chicago Metropolitan area.

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):

See attached rider

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 3 2003
(Month & Day) (Year)

SIGNATURES AND NAMES

POST OFFICE ADDRESS

1. Elmer W. Johnson
Signature
Elmer W. Johnson
Name (please print)
2. _____
Signature

Name (please print)
3. _____
Signature

Name (please print)
4. _____
Signature

Name (please print)
5. _____
Signature

Name (please print)

1. One IBM Plaza
Street
Chicago IL 60611
City/Town State ZIP
2. _____
Street

City/Town State ZIP
3. _____
Street

City/Town State ZIP
4. _____
Street

City/Town State ZIP
5. _____
Street

City/Town State ZIP

*(Signatures must be in **BLACK INK** on original document. Carbon copied, photocopied 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.
- 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

RIDER

(1) The corporation is organized exclusively for charitable and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

(2) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, 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 Article 4 hereof. 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.

(3) Notwithstanding any other provisions 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 Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

(4) Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

918786.1