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INSTRUCTIONS ON  
EXPEDITE FORM  
861178

COMMONWEALTH OF PENNSYLVANIA  
DEPARTMENT OF STATE  
CORPORATION BUREAU

ARTICLES OF INCORPORATION NONPROFIT CORPORATION

In compliance with the requirements of 15 Pa. C.S. §5306 (relating to articles of incorporation), the undersigned, desiring to be incorporated as a nonprofit corporation, hereby certifies that:

1. Name. The name of the corporation is: **CHARITY FOR THE ARTS, SPORTS & EDUCATION.**

2. Address. The location and post office address of the initial registered office of the corporation in this Commonwealth is:

c/o SGB Events, LLC  
3811 W Chester Pike #200  
Newtown Square, PA 19073

3. Purposes and Operation. The corporation is organized under the Pennsylvania Nonprofit Corporation Law of 1988 (as amended) exclusively for religious, charitable, scientific, literary, educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any future United States Internal Revenue Law (hereinafter referred to as the "Code"), and, in particular, to advance the physical expression, intellectual understanding and educational and teaching programs of the arts, dance, fitness, health, athletics, science, technology and history through participation, classes, seminars, workshops, camps, performances, competitive events, tours, leagues and series, additionally supporting under-resourced communities and inner-city environments and centers supporting younger people and adults to learn and benefit from educational programs offered in a structured environment with teachers, coaches and mentors.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, officers, members, 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 herein.

No substantial part of the activities of the corporation shall consist of 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.

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(a) of the Code as an organization described in Section



501(c)(3) of the Code, or (b) by a corporation to which contributions are deductible under Section 170(a) of the Code as being to an organization referred to in Section 170(c)(2) of the Code.

4. Nonprofit. The corporation does not contemplate pecuniary gain or profit, incidental or otherwise.

5. Private Foundation. Notwithstanding any other provisions in these articles, at all times when the corporation is a private foundation within the meaning of Section 509 of the Code, it shall be subject to the following additional restrictions:

(a) It shall distribute its income at such times and in such manner as not to subject it to any tax under Section 4942 of the Code.

(b) It shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code.

(c) It shall not retain excess business holdings as defined in Section 4943(c) of the Code.

(d) It shall not make any investments as would subject it to tax under Section 4944 of the Code.

(e) It shall not make any taxable expenditure as defined in Section 4945(d) of the Code.

6. Term. The term for which the corporation is to exist is perpetual.

7. Nonstock. The corporation is organized upon a nonstock basis.

8. Members. The corporation may elect to have one or more classes of members as determined by the Board of Directors and adopted in the Bylaws of the corporation from time to time. Members shall have only such rights as are conferred upon the members by the Bylaws of the corporation or by law.

9. Incorporators. The name and address of the incorporator is:

Michael Lehmann  
Dechert LLP  
1095 Avenue of the Americas, 29<sup>th</sup> Floor  
New York, NY 10036

10. Dissolution. 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 the assets of the corporation exclusively for the purposes of the corporation in such manner, and to such organization or organizations, organized and operated exclusively for religious, charitable, scientific, literary or educational purposes which 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.

IN TESTIMONY WHEREOF, the incorporator has signed and sealed these Articles of Incorporation this 21st day of October, 2021.

 (SEAL)  
Incorporator