



# John R. Ashcroft Secretary of State

CERTIFICATE OF INCORPORATION

WHEREAS, Articles of Incorporation of

Kansas City Girls Preparatory Academy Foundation N000709718

have been received and filed in the Office of the Secretary of State, which Articles, in all respects, comply with the requirements of Missouri Nonprofit Corporation Law;

NOW, THEREFORE, I, JOHN R. ASHCROFT, Secretary of State of the State of Missouri, do by virtue of the authority vested in me by law, do hereby certify and declare this entity a body corporate, duly organized this date and that it is entitled to all rights and privileges granted corporations organized under the Missouri Nonprofit Corporation Law.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 26th day of September, 2018.





JAMES C. KIRKPATRICK
STATE INFORMATION CENTER
(573) 751-4936

CORPORATIONS (573) 751-4153

Dear Non-Profit Corporation:

Congratulations! We wish you every success in your new business enterprise. The following information will assist you in maintaining your corporation's good standing status in Missouri.

Your first Registration Report is due by August 31 of the year following the calendar year of incorporation. A reminder notice will be mailed to your corporation's registered agent approximately June 1 of next year. As required by law, all annual report information is mailed to your registered agent's physical address. Any change in registered agent or registered agent address must be filed immediately with our office. Please be sure to file your report on time; failure to file this report will result in administrative dissolution of your corporation.

You may file your Registration Report online 24 hours a day on our website at: <a href="www.sos.mo.gov">www.sos.mo.gov</a>. If online filing is not an option, you may print your Registration Report from our website at <a href="www.sos.mo.gov">www.sos.mo.gov</a> or you may call toll free (866) 223-6535 and request a form be sent to you.

		Filing Fee By Mail
<u>Annually:</u>	Online Filing Fee	Or In Person
On or Before August 31, 2019	\$10	\$15
After August 31, 2019	\$15	\$20
Biennially (every two years):		
On or Before August 31, 2019	\$20	\$30
After August 31, 2019	\$30	\$40

Questions regarding any corporate information should be directed to (866) 223-6535. Best wishes on your new business venture!

Sincerely,

Secretary of State Business Services Division P. O. Box 778 Jefferson City, MO 65102 (866) 223-6535 www.sos.mo.gov

N000709718
Date Filed: 9/26/2018
John R. Ashcroft
Missouri Secretary of State

# Articles of Incorporation of Kansas City Girls Preparatory Academy Foundation

The undersigned individual, for the purpose of forming a corporation under the Missouri Nonprofit Corporation Act, adopts these Articles of Incorporation.

#### ARTICLE I

The name of the corporation is:

Lathrop Gage

Kansas City Girls Preparatory Academy Foundation

### **ARTICLE II**

This corporation is a public benefit corporation.

#### ARTICLE III

The street address of the corporation's initial registered office in Missouri is 4550 Main Street, Suite 227, Kansas City, Missouri 64111. The name of the corporation's initial registered agent at such address is Christine C. Kemper.

#### ARTICLE IV

The name and address of the incorporator of the corporation are: Lisa J. Hansen, 2345 Grand Blvd., Suite 2200, Kansas City, Missouri 64108.

#### ARTICLE V

The corporation shall have one or more members and the conditions of membership shall be as set forth in the corporation's bylaws.

## ARTICLE VI

The number of directors to constitute the board of directors shall be specified in or fixed in accordance with the corporation's Bylaws, provided that in no event shall such number be less than three.

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Creation - Non-Profit

#### ARTICLE VII

- A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons; provided, the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and grants in furtherance of the purposes set forth in ARTICLE VIII. No substantial part of the activities of the corporation shall be carrying on propaganda or otherwise attempting to influence legislation. The corporation shall not participate in or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.
- B. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not carry on any activities that are not permitted to be carried on by an organization described in section 501(c)(3) of the Code and exempt from tax under section 501(a) of the Code, or which are not permitted to be carried on by an organization contributions to which are deductible under section 170 of the Code, or which are not within the purposes set forth in section 355.025 of the Missouri Nonprofit Corporation Act (or corresponding provisions of any subsequent state corporation law), and the purposes of the corporation shall be limited to one or more of the purposes set forth in section 509(a)(3)(A) of the Code.

#### ARTICLE VIII

- A. The corporation is organized and shall be operated exclusively for purposes that are described in section 501(c)(3) of the Code. The corporation is also organized and shall be operated exclusively for purposes that are described in section 509(a)(3)(A) of the Code, to support, benefit, perform the functions of, or to carry out the purposes of the Kansas City Girls Preparatory Academy.
- B. Subject to the provisions of ARTICLE VII and the preceding provisions of this ARTICLE VIII, the corporation shall have the purpose of carrying on any lawful activity and shall also have all of the powers accorded to it by the Missouri Nonprofit Corporation Act (or any subsequent state corporation law to which it may be subject).

#### ARTICLE IX

Upon the dissolution of the corporation, the assets of the corporation which remain after payment of its obligations has been made or provided for, and after return, transfer, or conveyance of assets held upon condition requiring such return, transfer, or conveyance, shall be transferred to one or more not-for-profit organizations whose purposes are substantially similar to those for which the corporation is organized and which at the time of such distribution are described in section 501(c)(3) of the Code and exempt from tax under section 501(a) of the Code.

This document has been signed on September 25, 2018.

In affirmation of the facts stated above,

Lisa J. Hansen Incorporator