

Care And Share

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Food Closet

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A Maine Non-profit Corporation

ARTICLES OF INCORPORATION

ARTICLE I NAME

1.01 Name

The name of this corporation shall be Care And Share Food Closet. The business of the corporation may be conducted as Care And Share Food Closet or CASFC.

ARTICLE II DURATION

2.01 Duration

The period of duration of the corporation is perpetual.

ARTICLE III PURPOSE

3.01 Purpose

Care And Share Food Closet is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. **The purpose of the Care And Share Food Closet is to provide food and household essentials to those in need.**

3.02 Non-Profit

Care And Share Food Closet is designated as a non-profit corporation.

ARTICLE IV

NON-PROFIT NATURE

4.01 Non-profit Nature

Care And Share Food Closet 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, or corresponding section of any future federal tax code. No part of the net earnings of Care And Share Food Closet shall inure to the benefit of, or be distributable to its members, trustees, 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 the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Care And Share Food Closet is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of Care And Share Food Closet of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

4.03 Dissolution

Upon termination or dissolution of the Care And Share Food Closet, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the Care And Share Food Closet hereunder shall be selected by the discretion of a majority of the Board of Directors of the Care And Share Food

Closet and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Care And Share Food Closet by one (1) or more of its Board of Directors which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Maine.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Maine to be added to the general fund.

4.04 Prohibited Distributions

No part of the net earnings or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 III, Section 3.01.

4.05 Restricted Activities

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and 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.

4.06 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE V **BOARD OF DIRECTORS**

5.01 Governance

Care And Share Food Closet shall be governed by its Board of Directors.

5.02 Initial Directors

The initial directors of the corporation shall be: Leiza Hiltz Scerbo, Jerry Allen, Dale Bardo, Kristen Hannaford, Carole Godomsky, Marg Goodwin, Dana Bullen, Janet Brackett, Therese Hersey, and David Tyler.

ARTICLE VI MEMBERSHIP

6.01 Membership

Care And Share Food Closet shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

ARTICLE VII AMENDMENTS

7.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

ARTICLE VIII ADDRESSES OF THE CORPORATION

8.01 Corporate Address

The address of the corporation is:

Care And Share Food Closet
508 Fairbanks Road
Farmington, Maine 04938

The mailing address of the corporation is:

Care And Share Food Closet
P. O. Box 38
West Farmington, Maine 04992

ARTICLE IX APPOINTMENT OF REGISTERED AGENT

9.01 Registered Agent

The registered agent of the corporation shall be:

Leiza Hiltz Scerbo
P. O. Box 291
Farmington, Maine 04938

ARTICLE X
INCORPORATOR

The incorporators of the corporation are as follow:

Leiza Hiltz Scerbo,	Executive Director (President)	1165 Industry Rd. (P. O. Box 291) Farmington, Maine 04938
Jerry Allen,	Co-Director (Vice President)	35 Bailey Hill Rd. New Sharon, Maine 04955
Dale Bardo	Treasurer	P. O. Box 873 Farmington, Maine 04938
Kristen Hannaford	Secretary	235 Perham Street #1 Farmington, Maine 04938

CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of Care And Share Food Closet were approved by the board of directors on the date of __, __, 20__ and constitute a complete copy of Articles of Incorporation of the Care And Share Food Closet.

NAME

SIGNATURE

ADDRESS

Leiza Hiltz Scerbo	1165 Industry Rd. (P. O. Box 291) Farmington, Maine 04938
Jerry Allen	35 Bailey Hill Rd. New Sharon, Maine 04955
Carole Godomsky	177 Stewart Ave Farmington, Maine 04938
Marg Goodwin	156 Maple Ave. Apt.1 Farmington, Maine 04938
Dana Bullen	657 Weeks Mills Rd. New Sharon, Maine 04955
Janet Brackett	52 Starks Road New Sharon, Maine 04955
Dale Bardo	P. O. Box 873 Farmington, Maine 04938
Therese Hersey	131 Belcher Road Farmington, Maine 04938
Kristen Hannaford	235 Perham Street #1 Farmington, Maine 04938
David Tyler	117 Tyler Lane Farmington, Maine 04938

**ACKNOWLEDGMENT OF CONSENT
TO APPOINTMENT AS REGISTERED AGENT**

I, Leiza Hiltz Scerbo, agree to be the registered agent for Care And Share Food Closet as appointed herein.

Leiza Hiltz Scerbo, Registered Agent

Date: _____