



Form Revision Date 07/2016

ARTICLES OF INCORPORATION

For use by DOMESTIC NONPROFIT CORPORATION

Pursuant to the provisions of Act 162, Public Acts of 1982, the undersigned corporation executes the following Articles:

ARTICLE I

The name of the corporation is:

PROTECT LIVINGSTON

ARTICLE II

The purpose or purposes for which the corporation is formed are:

Article II: Purposes. The purposes for which the Corporation is organized are:

- a. To support awareness of key issues affecting quality of life issues for residents and families of Livingston County including environment, health, growth, community events and governmental functions.
- b. To receive and administer funds; to acquire, invest, dispose of, and deal with real and personal property and interests therein; and to apply gifts, grants, contributions, bequests and devises, and the income and proceeds thereof, in furtherance of the purposes of the Corporation, with all the powers conferred upon it by the provisions of the Michigan Nonprofit Corporation Act (the "Act") and by the Articles of Incorporation and the bylaws of the Corporation.
- c. To operate exclusively for the promotion of social welfare as set forth in Section 501(c)(4) of the Internal Revenue Code of 1986, as amended (the "Code"); notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Code Section 501(c)(4).
- d. 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, except that the Corporation shall be authorized to pay reasonable compensation for services rendered and to make payments in furtherance of the purposes set forth in Article II.

ARTICLE III

The Corporation is formed upon basis.

If formed on a stock basis, the total number of shares the corporation has authority to issue is

If formed on a nonstock basis, the description and value of its real property assets are (if none, insert "none"):

None

The description and value of its personal property assets are (if none, insert "none"):

None

The corporation is to be financed under the following general plan:

contributions from the general public and grants from public or private sources

The Corporation is formed on a basis.

ARTICLE IV

The street address of the registered office of the corporation and the name of the resident agent at the registered office (P.O. Boxes are not acceptable):

- 1. Agent Name: DONALD S. PARKER
- 2. Street Address: 704 E. 704 E GRAND RIVER AVE
- Apt/Suite/Other: PO BOX 888
- City: HOWELL
- State: MI

Zip Code: 48844-0888

3. Registered Office Mailing Address:

P.O. Box or Street

Address:

Apt/Suite/Other:

City:

State:

Zip Code:

ARTICLE V

The name(s) and address(es) of the incorporator(s) is (are) as follows:

Name	Residence or Business Address
MARK R. LEZOTTE	150 W. JEFFERSON, SUITE 100, DETROIT, MI 48226 USA

Use the space below for additional Articles or for continuation of previous Articles. Please identify any Article being continued or added.

ARTICLE VI: DISSOLUTION. IN THE EVENT OF DISSOLUTION OF THE CORPORATION, THE BOARD OF DIRECTORS SHALL CAUSE THE ASSETS OF THE CORPORATION TO BE DISTRIBUTED AS FOLLOWS:

- A. ALL LIABILITIES OF THE CORPORATION SHALL BE PAID OR ADEQUATE PROVISIONS SHALL BE MADE FOR PAYMENT;
- B. ALL OF THE CORPORATION'S REMAINING ASSETS, REAL AND PERSONAL, SHALL BE DISTRIBUTED TO SUCH TAX EXEMPT ORGANIZATION(S) AS THE BOARD OF DIRECTORS SHALL DETERMINE. ANY SUCH ASSETS NOT SO DISPOSED OF, FOR WHATEVER REASON, SHALL BE DISPOSED OF BY ORDER OF THE CIRCUIT COURT FOR THE COUNTY OF LIVINGSTON, MICHIGAN TO SUCH ORGANIZATION(S) AS SAID COURT SHALL DETERMINE THAT ARE ORGANIZED AND OPERATED EXCLUSIVELY FOR CHARITABLE PURPOSES.

ARTICLE VII: LIABILITY LIMITATIONS.

- A. TO THE FULL EXTENT PERMITTED BY LAW, AS IT EXISTS AS OF THE EFFECTIVE DATE OF THESE ARTICLES OF INCORPORATION OR AS SUCH LAW IS SUBSEQUENTLY AMENDED, NO DIRECTOR OR VOLUNTEER OFFICER OF THE CORPORATION SHALL BE LIABLE FOR MONEY DAMAGES TO THE CORPORATION OR ITS MEMBERS FOR ANY ACTION TAKEN OR ANY FAILURE TO TAKE AN ACTION AS A DIRECTOR OR VOLUNTEER OFFICER, EXCEPT LIABILITY FOR ANY OF THE FOLLOWING:
- (I) THE AMOUNT OF A FINANCIAL BENEFIT RECEIVED BY A DIRECTOR OR VOLUNTEER OFFICER TO WHICH HE OR SHE IS NOT ENTITLED;
 - (II) INTENTIONAL INFLICTION OF HARM ON THE CORPORATION, ITS SHAREHOLDERS, OR MEMBERS;
 - (III) A VIOLATION OF SECTION 551;
 - (IV) AN INTENTIONAL CRIMINAL ACT;
 - (V) A LIABILITY IMPOSED UNDER SECTION 497(A).
- B. TO THE FULL EXTENT PERMITTED BY LAW, AS IT EXISTS AS OF THE EFFECTIVE DATE OF THESE ARTICLES OF INCORPORATION OR AS SUCH LAW IS SUBSEQUENTLY AMENDED, THE CORPORATION ASSUMES ALL LIABILITY TO ANY PERSON OTHER THAN THE CORPORATION FOR ALL ACTS OR OMISSIONS OF A VOLUNTEER DIRECTOR INCURRED IN THE GOOD FAITH PERFORMANCE OF THE VOLUNTEER DIRECTOR'S DUTIES.
- C. TO THE FULL EXTENT PERMITTED BY LAW, AS IT EXISTS AS OF THE EFFECTIVE DATE OF THESE ARTICLES OF INCORPORATION OR AS SUCH LAW IS SUBSEQUENTLY AMENDED, THE CORPORATION ASSUMES ALL LIABILITY FOR ALL ACTS OR OMISSIONS OF A VOLUNTEER DIRECTOR, VOLUNTEER OFFICER, OR OTHER VOLUNTEER IF ALL OF THE FOLLOWING ARE MET:
- (I) THE VOLUNTEER WAS ACTING OR REASONABLY BELIEVED HE OR SHE WAS ACTING WITHIN THE SCOPE OF HIS OR HER AUTHORITY;
 - (II) THE VOLUNTEER WAS ACTING IN GOOD FAITH;
 - (III) THE VOLUNTEER'S CONDUCT DID NOT AMOUNT TO GROSS NEGLIGENCE OR WILLFUL AND WANTON MISCONDUCT;
 - (IV) THE VOLUNTEER'S CONDUCT WAS NOT AN INTENTIONAL TORT;
 - (V) HE VOLUNTEER'S CONDUCT WAS NOT A TORT ARISING OUT OF THE OWNERSHIP, MAINTENANCE, OR USE OF A MOTOR VEHICLE FOR WHICH TORT LIABILITY MAY BE IMPOSED UNDER SECTION 3135 OF THE INSURANCE CODE OF 1956, 1956 PA 218, MCL 500.3135.

Signed this 14th Day of October, 2019 by the incorporator(s).

Signature	Title	Title if "Other" was selected
Mark R. Lezott	Incorporator	

By selecting ACCEPT, I hereby acknowledge that this electronic document is being signed in accordance with the Act. I further certify that to the best of my knowledge the information provided is true, accurate, and in compliance with the Act.

Decline Accept

MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS

FILING ENDORSEMENT

This is to Certify that the ARTICLES OF INCORPORATION

for

PROTECT LIVINGSTON

ID Number: 802374282

received by electronic transmission on October 14, 2019 ***, is hereby endorsed.***

Filed on October 15, 2019 ***, by the Administrator.***

The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.



In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 15th day of October, 2019.

Julia Dale, Director

Corporations, Securities & Commercial Licensing Bureau