



MARINES HELPING HEROES FOUNDATION, INC
A Maryland Non-profit Corporation

**ARTICLES OF
INCORPORATION**

**ARTICLE I
NAME**

• **MARINES HELPING HEROES FOUNDATION**

The name of this corporation shall be MARINES HELPING HEROES FOUNDATION, INC. (hereafter known as MHH Inc.) The business of the corporation may be conducted as MARINES HELPING HEROES or MHH Inc.

**ARTICLE II
DURATION**

2.01 Duration

The period of duration of the corporation is perpetual.

**ARTICLE III
PURPOSE**

3.01 Purpose

MHH Inc. 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. MHH Inc. is the non-profit charitable subsidiary of Anne Arundel County Detachment 1049 of the Marine Corps League. Its purpose is to be the fundraising arm of the Detachment. All funds raised directly benefit local active duty military personnel, veterans of all branches of the U.S. military, first responders, and other 'hero' communities.

3.02 Non-Profit

MHH Inc. is designated as a non-profit corporation.

ARTICLE IV NON-PROFIT NATURE

4.01 Non-profit Nature

MHH Inc. 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 MHH Inc. 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.

MHH Inc. 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 MHH Inc. 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 MHH Inc., 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 assets of the MHH Inc. hereunder shall be selected by the discretion of a majority of the managing body of the MHH Inc. 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 MHH Inc. by one (1) or more of its managing body 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 Maryland.

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 Maryland 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

MHH Inc. shall be governed by its board of directors. The Board shall consist of between five and eleven members.

5.02 Initial Directors

The initial directors of the corporation shall be
Raymond Sturm, President
David Wells, Senior Vice President
William Collins, Junior Vice President
Christine Stevens, Secretary
Edward Dahling, Treasurer

ARTICLE VI
MEMBERSHIP

6.01 Membership

MHH Inc. 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:

MARINES HELPING HEROES
2472 Shadywood Circle
Crofton MD 21114

The mailing address of the corporation is:

MARINES HELPING HEROES
c/o ANNE ARUNDEL COUNTY DETACHMENT 1049.
P.O.BOX 804
SEVERN, MD.

ARTICLE IX
APPOINTMENT OF REGISTERED AGENT

9.01 Registered Agent

The registered agent of the corporation shall be:

Raymond Sturm
2472 Shadywood Circle
Crofton MD 21114

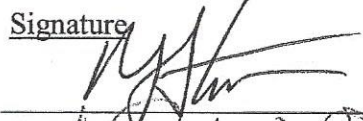
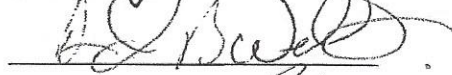

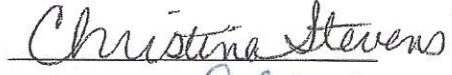
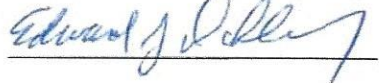
ARTICLE X
INCORPORATOR

The incorporators of the corporation are as follow:

Raymond Sturm
David Wells
William Collins
Christine Stevens
Edward Dahling

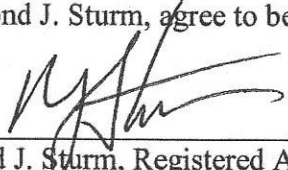
CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of MHH Inc. were approved by the board of directors on February 20, 2018 and constitute a complete copy of Articles of Incorporation of the MARINES HELPING HEROES FOUNDATION.

<u>Name</u>	<u>Address</u>	<u>Signature</u>
Raymond Sturm	2472 Shadywood Cir, Crofton, MD	
David Wells	419 North Carolina Ave, Pasadena, MD	
William Collins	1305 Bay Head Rd, Annapolis, MD	
Christine Stevens	9144 Fort Smallwood Rd, Pasadena, MD	
Edward Dahling	493 Procopio Cir, Millersville, MD	

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

I, Raymond J. Sturm, agree to be the registered agent for MHH Inc. as appointed herein.



Raymond J. Sturm, Registered Agent

Date: 2/20/2018