

**STATE OF SOUTH CAROLINA  
SECRETARY OF STATE**

**ARTICLES OF INCORPORATION  
Nonprofit Corporation – Domestic  
Filing Fee \$25.00**

Pursuant to S.C. Code of Laws Section 33-31-202 of the 1976 S.C. Code of Laws, as amended, the undersigned corporation submits the following information

1. The name of the nonprofit corporation is

NORTHLIGHT MINISTRY SELAM USA

2. The initial registered office (registered agent's address in SC) of the nonprofit corporation is  
102 Alta Vista Dr

(Street Address)

Liberty, South Carolina 29657

(City, State, Zip Code)

The name of the registered agent of the nonprofit corporation at that office is

Robert Person

(Name)

I hereby consent to the appointment as registered agent of the corporation.

(Agent's Signature)

3. Check "a", "b", or "c", whichever is applicable. Check only one box.

- a. ☒ The nonprofit corporation is a public benefit corporation.  
b. ☐ The nonprofit corporation is a religious corporation.  
c. ☐ The nonprofit corporation is a mutual benefit corporation.

4. Check "a" or "b" whichever is applicable

- a. ☐ This corporation will have members.  
b. ☒ This corporation will not have members.

5. The principal office of the nonprofit corporation is  
102 Alta Vista Dr

(Street Address)

Liberty, South Carolina 29657

(City, State, Zip Code)

Name of Corporation

6. If this nonprofit corporation is either a **public benefit** or **religious corporation** complete either "a" or "b", whichever is applicable, to describe how the remaining assets of the corporation will be distributed upon dissolution of the corporation. **If you are going to apply for 501(c)(3) status, you must complete section "a".**

a. ☒

Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose. Any such asset not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

☐

If you choose to name a specific 501(c)(3) entity to which the assets should be distributed, please indicate the name of the selected entity.

OR

b. ☐

If the dissolved corporation is not described in Section 501(c)(3) of the Internal Code, upon dissolution of the corporation, the assets shall be distributed to one or more public benefit or religious corporation or to one or more of the entities described in (a) above.

☐

If you chose to name a specific public benefit, religious corporation or 501(c)(3) entity to which the assets should be distributed, please indicate the name of the selected entity.

7. If the corporation is mutual benefit corporation complete either "a" or "b", whichever is applicable, to describe how the (remaining) assets of the corporation will be distributed upon dissolution of the corporation.

a. ☐

Upon dissolution of the mutual benefit corporation, the (remaining) assets shall be distributed to its members, or if it has no members, to those persons to whom the corporation holds itself out as benefiting or serving.

b. ☐

Upon dissolution of the mutual benefit corporation, the (remaining) assets, consistent with the law, shall be distributed to

8. The optional provisions which the nonprofit corporation elects to include in the articles of incorporation are as follows [See S.C. Code of Laws Section 33-31-202(c)].

NORTHLIGHT MINISTRY SELAM USA

Name of Corporation

9. The name and address of each incorporator is as follows (**only one is required, but you may have more than one**).

Robert Person

(Name)

102 Alta Vista Dr

(Business Address)

Liberty, South Carolina 29657

(City, State, Zip Code)

(Name)

(Business Address)

(City, State, Zip Code)

(Name)

(Business Address)

(City, State, Zip Code)

10. Each original director of the nonprofit corporation must sign the articles but only if the directors are named in these articles.

Robert Person

(Name – only if names in articles)

Robert Person: (Electronically Signed)

(Signature of Director)

Tom Trotter

(Name – only if names in articles)

Tom Trotter: (Electronically Signed)

(Signature of Director)

Masresha Ejigu

(Name – only if names in articles)

Masresha Ejigu: (Electronically Signed)

(Signature of Director)

NORTHLIGHT MINISTRY SELAM USA

Name of Corporation

11. Each incorporator listed in #9 must sign the articles

Robert Person: (Electronically Signed)

\_\_\_\_\_  
(Signature of Incorporator)

\_\_\_\_\_  
(Signature of Incorporator)

\_\_\_\_\_  
(Signature of Incorporator)

12. If the document is not to be effective upon filing by the Secretary of State, the delayed effective date/time is:

\_\_\_\_\_

**ADDITIONAL ARTICLES  
TO THE ARTICLES OF INCORPORATION OF  
NORTHLIGHT MINISTRY SELAM USA**

The following Additional Articles are supplemental to the Articles of Incorporation to which they are attached. These Additional Articles and the Articles of Incorporation should be read in conjunction and together constitute the entire Articles of Incorporation of Northlight Ministry Selam USA (the 'Organization').

**ADDITIONAL ARTICLE I**

**Purposes**

The Organization shall be organized and operated exclusively for charitable and religious purposes and other programs and projects as are described in §§ 170(c)(2)(B), 501(c)(3), 2055(a)(2), and 2522(a)(2) of the Internal Revenue Code of 1986, as amended (the 'Code'), or corresponding provisions of any subsequent federal tax laws.

The Organization principally exists to (a) support and partner with an Ethiopian Organization in serving and evangelizing, (b) provide support to orphans and civil war survivors, and (c) provide education on discipleship. Additionally, the Organization exists to solicit and receive funds for the accomplishment of the above purposes; and pursue any other purpose permitted to be pursued by a charity (or, by a private foundation should this organization ever become a private foundation), as that term is defined in 26 USC §§ 501(a) and (c)(3) and associated regulations, as each may from time to time be amended.

**ADDITIONAL ARTICLE II**

**Period of Existence**

The period during which the Organization shall continue is perpetual.

**ADDITIONAL ARTICLE III**

**Powers**

**Section 1. Grant of Power.** Notwithstanding any other provision of these Articles, neither the Board of Directors nor the Organization shall have the power or authority to do any act that will prevent the Organization from being an organization described in Code §§ 170(c)(2)(B), 501(c)(3), 2055(a)(2), and 2522(a)(2), or corresponding provisions of any subsequent federal tax laws. The Organization shall be and hereby is empowered to acquire and own personal property, equipment, intellectual property and land for use for corporate purposes.

**Section 2. Enumerated Powers.** Subject to the foregoing statements, and subject to and in furtherance of the purposes for which it is organized, the Organization shall possess all of the rights, privileges, and powers conferred by the state nonprofit corporation law or by other law and, in addition, the following rights, privileges, and powers:

(a) To indemnify any appropriate person against liability and expenses, and to advance the expenses incurred by such person, in connection with the defense of any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise, and whether formal or informal, to the fullest extent permitted by applicable law, or, if not permitted, then to any extent not prohibited by such law.

(b) To cease its activities and to dissolve and surrender its corporate franchise.

#### **ADDITIONAL ARTICLE IV**

##### **Members**

While the Organization does not have 'members' as that term is defined in the Act, the Organization may designate as 'members' individuals, corporations, or other associations and organizations who satisfy certain criteria established by the Board of Directors and who support the purposes and programs of the Organization. Such designation shall carry no legal significance under the Act and shall not entitle such 'members' to any vote on Organization matters or to attendance at Organization meetings.

#### **ADDITIONAL ARTICLE V**

##### **Directors**

**Section 1. Creation and Number.** The exact number of Directors of the Organization shall be specified in or fixed in accordance with the Bylaws of the Organization (the 'Bylaws') at a number no smaller than three (3). The Incorporator(s) shall appoint the Initial Board of Directors.

**Section 2. Election, Qualification, Selection, and Responsibilities.** The directors of the Organization shall be elected in the manner and for terms as specified in or fixed in accordance with the Bylaws. The qualification, selection, rights and responsibilities of the Directors shall be as laid forth in the Bylaws of the Organization.

**Section 3. Meetings.** Meetings of the Board of Directors may be held at any location, either in person or virtually.

#### **ADDITIONAL ARTICLE VI**

##### **Regulation of Corporate Affairs**

The affairs of the Organization shall be subject to the following provisions:

**Section 1. No Inurement.** None of the Organization's net earnings shall inure to the benefit of any private individual. Notwithstanding this prohibition, the Organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes as set forth above.

**Section 2. Not a Private Foundation; Contingencies.** Notwithstanding any other provision of these Articles, at any time the Organization is deemed a 'private foundation' described in Code § 509(a), the Organization shall:

- (a) Refrain from any act of self-dealing as defined in Code § 4941(d);
- (b) Meet minimum distribution requirements in Code § 4942;
- (c) Not retain any excess business holdings as defined in Code § 4943(c);
- (d) Not make any jeopardizing investment as defined in Code § 4944; or
- (e) Not make any taxable expenditure as defined in Code § 4945(d).

**Section 3. Not an Action Organization; No Political Intervention.** Except as otherwise permitted by Code §§ 501(c)(3) and (h), no substantial part of the activities of the Organization shall be or consist of carrying on propaganda, or otherwise attempting to influence legislation. The Organization shall not participate or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office, except as permitted under Code § 501(c)(3), the Code of Federal Regulations or other applicable Federal law.

**Section 4. Power of Board.** Subject to the provisions of these Articles, Bylaws, and applicable law, the Board of Directors shall have complete and plenary power to manage, control and conduct all affairs of the Organization.

**Section 5. Amendments to Articles and Bylaws.** The power to make, alter, amend, and repeal the Organization's Articles and Bylaws shall be vested in the Board of Directors, subject to the provisions of these Articles, the Bylaws and applicable law.

**Section 6. Liability.** No officer, director, or employee of the Organization shall be liable for any of the Organization's debts or obligations, except as required by state law.

**Section 7. Reliance.** All parties dealing with the Organization shall have the right to rely upon any action taken by the Organization pursuant to authorization by the Board of Directors by resolution duly adopted in accordance with the Organization's Articles, Bylaws, and applicable law.

**Section 8. Committees.** The Board of Directors may from time to time, in the Bylaws of the Organization or by resolution, designate such committees as the Board of Directors may deem desirable for the furtherance of the purposes of the Organization.

\*\*\*\*\*END OF ATTACHMENT\*\*\*\*\*

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

I, Robert Person, agree to be the registered agent for Northlight Ministry Selam USA appointed herein.

 Robert Person

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Robert Person, Registered Agent

Date:

12/17/2024



Business Name: Northlight Ministry Selam USA

## Signature Page for a Secretary of State Business Filing

This page must be completed, scanned, and attached to any business filing where one of the following is true.

- The filing party signs the digital form on behalf of official signee.
- An attorney's signature is required. (Articles of Incorporation for Corporation and Benefit Corporation)

### Official Signatures

(Officer, Incorporator, Director, Agent, Partner, etc)

Required for forms where the signee is not present upon online submission and a filing party is providing a digital signing on their behalf. If the provided space is not enough, please attach multiple pages.

Robert Person

Name

12/17/2024

Date

 Robert Person

Incorporator

Signature

Title / Position

Name

Date

Signature

Title / Position

Name

Date

Signature

Title / Position

Name

Date

Signature

Title / Position

Name

Date

Signature

Title / Position

Scan and Upload this document to the Business Filing System during the filing process.  
File must be PDF format.