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STATE OF MICHIGAN
CSCL/CD- 511 - RESTATED ARTICLES OF
INCORPORATION FOR NONPROFIT
CORPORATIONS

Corporations Division Administrator

FILED

Doc #: 27426524

Filed Date: 9/2/2025

Restated Articles of Incorporation for use by Domestic Nonprofit Corporations

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

Corporation Information

The present name of the corporation is: MASONIC TEMPLE ASSOCIATION OF SAULT STE. MARIE

The identification number assigned by the Bureau is: 800875819

Prior Business Name

None Entered

The date of filing the original Articles of Incorporation was: 04/21/1922

The following Restated Articles of Incorporation supersede the Articles of Incorporation as amended and shall be the Articles of Incorporation for the corporation

Article I

Michigan Nonprofit Corporation Name EASTERN UPPER PENINSULA MASONIC CHARITY, INC

Article II

The purpose or purposes for which the corporation is formed are: This corporation is organized exclusively for charitable, educational, and historical preservation purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law). The corporations activities include, but are not limited to: preserving and maintaining historically significant property for public benefit; providing facilities and support for charitable and educational programs; sponsoring community and cultural events; and raising and distributing funds to support charitable and educational initiatives in Michigans Eastern Upper Peninsula.

Article III

The corporation is formed on a Stock or Nonstock basis: Nonstock

The corporation is to be financed under the following general plan: The corporation will be financed through contributions, grants, rental income, fundraising activities, and other income related to its charitable and educational purposes.

The corporation is formed on a Membership or Directorship basis: Directorship

Article IV

The name of the resident agent at the registered office is: PATRICK K. DAVIS

Address

3443 S SEYMOUR ST, SAULT STE. MARIE, MI 49783

Mailing Address

405 HUDSON DRIVE W, SAULT STE. MARIE, MI 49783

Article V - (Optional, leave unchecked if not applicable)

- ☒ Pursuant to Section 209(c) of the Act, a director or volunteer officer shall not be personally liable to the corporation, its shareholders, or its members for money damages for any action taken or any failure to take any 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).
- ☒ Pursuant to Section 209(d) of the Act, the corporation assumes all liability to any person other than the corporation, its shareholders, or its members for all acts or omissions of a volunteer director occurring on or after January 1, 1988 incurred in the good faith performance of the volunteer director's duties.
- ☒ Pursuant to Section 209(e) of the Act, the corporation assumes the liability for all acts or omissions of a volunteer director, volunteer officer, or other volunteer occurring on or after the effective date of the provision 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) The 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.

Optional Article(s)

ARTICLE V LIMITATIONS AND DISSOLUTION

Exempt Purposes. The corporation is organized and shall be operated exclusively for charitable, educational, and historical-preservation purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

Inurement. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors, officers, members, or other private persons, except that the corporation shall be authorized to pay reasonable compensation for services actually rendered and to make payments in furtherance of its exempt purposes.

Political Activity. No substantial part of the activities of the corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in (including the publication or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

Dissolution. Upon the dissolution of the corporation, after paying or making provision for the payment of all liabilities, all assets of the corporation shall be distributed exclusively for one or more purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or to a governmental unit for public purposes. Preference shall be given to the Michigan Masonic Charitable Foundation, Inc., provided it then qualifies as a Section 501(c)(3) organization; otherwise, assets shall be distributed to one or more organizations organized and operated exclusively for charitable, educational, or historical-preservation purposes as shall at the time qualify under Section 501(c)(3). No assets shall be distributed to any director, officer, or private individual.

ARTICLE VI INDEMNIFICATION

The corporation shall indemnify its directors and officers to the fullest extent permitted by the Michigan Nonprofit Corporation Act and may purchase insurance on their behalf.

ARTICLE VII PUBLIC CHARITY STATUS

The corporation is intended to qualify as a public charity under Section 509(a) of the Internal Revenue Code. If the corporation is ever classified as a private foundation, it shall comply with the restrictions and requirements of Sections 4941 through 4945 of the Code.

ARTICLE VIII NONDISCRIMINATION

The corporation shall not discriminate on the basis of race, color, national origin, religion, gender, sexual orientation, age, or disability in any of its programs or activities.

ARTICLE IX STRUCTURAL FLEXIBILITY

The corporation may create or control subsidiary entities, including title-holding corporations or supporting organizations, provided such entities are consistent with the purposes set forth in these Articles and qualify under Section 501(c) of the Internal Revenue Code.

Filing Effective Date

The filing will be effective:

when filed by the Corporations Division Administrator.

Method of Approval

08/26/2025

in accordance with the provisions of Section 641 of the Act by the unanimous consent of the incorporator(s) before the first meeting of the Board of Directors under Section 611(1)(a).

Attestations

- ☒ I understand that the information I enter into the online system is public information and will appear online and on copy requests exactly as I enter it into the system.

- ☒ I have been authorized by the business entity to file this document online.
- ☒ I, HEREBY SWEAR AND/OR AFFIRM, under penalty of law, including criminal prosecution, that the facts contained in this document are true. I certify that I am signing this document as the person(s) whose signature is required, or as an agent of the person(s) whose signature is required, who has authorized me to place his/her signature on this document.

Signature(s)

Name of individual or organization

MASONIC TEMPLE ASSOCIATION OF SAULT STE. MARIE

*Authorized Agent**Patrick Kelly Davis*

Signer's Capacity

On behalf of MASONIC TEMPLE ASSOCIATION OF SAULT STE. MARIE

08/29/2025

Date