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**SAMPLE ARTICLES OF INCORPORATION**

**Filing the Articles and Certificate of Incorporation**

*The purpose of Articles of Incorporation is to help establish the local sister cities organization as a non-profit entity (e.g. 501(c)(3)). The advantage of a 501(c)(3) is to permit members to make tax-deductible donations. The formation of a corporation may also provide some level of independence for the Board of Directors. After the Articles of Incorporation have been completed, they must be properly executed and legally recorded. Each incorporator must sign the certificate in its final form. In some states, the signing must be notarized. The certificate is then submitted for approval by the appropriate government-approving agency in the state, and the certificate is filed. The following is a sample Articles of Incorporation:*

SAMPLE ARTICLES OF INCORPORATION (NAME OF CORPORATION) OF (Any U.S. City), INC.

Pursuant to (Statutory Citation of Jurisdiction)

We, the undersigned, desiring to form a nonprofit corporation, pursuant to the provisions of (Statutory Citation of jurisdiction), do hereby certify:

1. The name of the corporation is: (Name of Corporation) OF (Any U.S. City), INC.
2. The life of the Corporation shall be perpetual.
3. The objects and purposes for which this Corporation is established shall not be changed and shall be exclusively educational and charitable in the furtherance of such purposes and for no other purposes:
	1. To cause the people of the City of (U.S. City) and the people of similar cities of foreign nations to acquire a consciousness of each other, to understand one another as individuals, as members of their community, as citizens of their country and as part of the family of nations.
	2. To foster as a consequence of such knowledge and consciousness, a continuing relationship of mutual concern between the people of the City of (U. S. City) and the people of similar cities of other nations.
	3. To undertake both in seeking and in consequence of such consciousness and concern any activities and programs as will provide to one another appropriate aid and comfort, education and mutual understanding.
	4. To participate as an organization in promoting, fostering and publicizing state and national programs of international municipal cooperation organizations, and thereby to encourage other organizations and residents of U.S. communities to engage and participate in such programs, to foster and promote friendly relations and mutual understanding between peoples of U.S. communities and peoples of friendly nations outside of the United States of America and to act as a coordinating body, committee, agency or counsel among those organizations, groups and individuals desiring to and engaging in the activities of such international municipal cooperation organizations.
	5. Provided that the Corporation shall not in any way, directly, or indirectly, engage in the carrying on of propaganda or otherwise attempt to influence legislation.
4. In order to accomplish its objective, the Corporation shall have the following powers, which shall be deemed to be in furtherance and not in limitation of the general powers conferred upon educational and charitable corporations under the laws of (jurisdiction):
	1. To receive, acquire, hold, own, manage, administer, invest and reinvest any and all moneys, securities, evidences of indebtedness or other property, real or personal, as may from time to time be given, sold, transferred, rented, conveyed or assigned to it by any person, firm, committee, association or corporation; to take by devise or bequest or otherwise, within the limitations provided by law, any and all property ****heretofore or hereafter devised or bequeathed by Will, or otherwise, or in any manner granted or conveyed to it; to exercise, in respect to any and all such property, any and all rights, powers and privileges of individual ownership; from time to time to pay, apply or otherwise utilize the principal and income thereof but only for the purposes for which the Corporation is formed.
	2. To purchase, or otherwise acquire, hold, sell, lease, convey, mortgage or otherwise dispose of real and personal property or any interest therein.
	3. To cooperate with or engage the services of any person, firm, association, corporation, government or public agency which may assist in carrying out the corporate purposes, and in furtherance of such purposes to grant financial or other voluntary assistance thereto.
	4. To enter into affiliations, contracts, agreements, undertakings or otherwise within the limitations provided by law.
	5. To do any and all things which may be necessary or proper in connection with its purposes.
5. The Corporation is not organized for pecuniary profit; it shall not have any power to issue certificates of stock or declare dividends; no part of its net earning shall inure to the benefit of any private member or individual; and no officer, member or employee shall receive or be lawfully entitled to receive any pecuniary profit from the operation of the Corporation, except a reasonable compensation for the services in effecting one or more of its purposes.

Upon the dissolution of the Corporation, the Board of Trustees shall, after paying or making provisions for the payment of all the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501 (c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Revenue Law), as the Board of Trustees shall determine. Any such assets 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.

1. The members of the Corporation shall be composed of such individuals as may be admitted to membership in the manner prescribed by the Bylaws of the Corporation.
2. The Corporation will operate to some extent throughout the world, but its principal operations will be conducted in the United States.
3. The principal office of the Corporation is to be located in (The Jurisdiction of any U.S. City). It may establish such other offices either in or outside of the United States as it may from time to time determine necessary.
4. The number of directors of the Corporation, until the first meeting of the Corporation, shall be (at least) the statutory minimum and the names and addresses of these persons who are to act in the capacity of directors until the selection of their successors are:
	1. ****Name Address
5. The Board of Directors of the Corporation shall be elected in the manner prescribed by the Bylaws of the Corporation, and they shall have power to make Bylaws for the government of the Corporation and to alter, change or amend such Bylaws.
6. All the subscribers hereto are of full age and at least (the required statutory number) of them are citizens of the (the Jurisdiction).

IN WITNESS WHEREOF, we have made, subscribed and acknowledged this certificate as of day of

  . CITY OF   STATE OF

NOTARY PUBLIC