



## OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

JUNE 28, 2006

6499-745-9

SPIEGEL & UTRERA, P.A.  
123 W MADISON SUITE 806  
CHICAGO, IL 60602

RE FATHERS HELPING FATHERS, INC.

DEAR SIR OR MADAM:

ENCLOSED YOU WILL FIND THE ARTICLES OF INCORPORATION OF THE ABOVE NAMED CORPORATION. THE CORPORATION IS REQUIRED TO FILE AN ANNUAL REPORT EACH YEAR. BLANK FORMS WILL BE MAILED BY THIS OFFICE TO THE REGISTERED AGENT AS SHOWN BY OUR FILES APPROXIMATELY 60 DAYS PRIOR TO ITS ANNIVERSARY MONTH. (ORIGINAL DATE OF INCORPORATION).

THE REQUIRED FEE OF \$50.00 IN THIS CONNECTION HAS BEEN RECEIVED AND PLACED TO YOUR CREDIT.

THIS DOCUMENT MUST BE RECORDED IN THE OFFICE OF THE RECORDER OF THE COUNTY IN WHICH THE REGISTERED OFFICE OF THE CORPORATION IS LOCATED. FOR FURTHER INFORMATION CONTACT YOUR RECORDER OF DEEDS.

CERTAIN NOT FOR PROFIT CORPORATIONS ORGANIZED AS A CHARITABLE CORPORATION ARE REQUIRED TO REGISTER WITH THE OFFICE OF THE ATTORNEY GENERAL. UPON RECEIPT OF THE ENCLOSED ARTICLES OF INCORPORATION, YOU MUST CONTACT THE CHARITABLE TRUST DIVISION, OFFICE OF THE ATTORNEY GENERAL, 100 W. RANDOLPH, 3RD FLOOR, CHICAGO, ILLINOIS 60601 TELEPHONE (312) 814-2595.

THE ISSUANCE OF THE ARTICLES OF INCORPORATION DOES NOT ENTITLE THE CORPORATION TO A PROPERTY TAX EXEMPTION. YOU MUST APPLY FOR THAT EXEMPTION THROUGH THE BOARD OF REVIEW IN THE COUNTY WHERE THE REAL ESTATE IS LOCATED.

THE DEPARTMENT OF BUSINESS SERVICES IS NO LONGER ISSUING A CERTIFICATE ATTACHED TO THE ARTICLES OF INCORPORATION AS OF FEBRUARY 15, 2002.

SINCERELY,

JESSE WHITE  
SECRETARY OF STATE

DEPARTMENT OF BUSINESS SERVICES  
TELEPHONE (217) 782-6961

Springfield, Illinois 62756

**FILED**

**ARTICLES OF INCORPORATION**

**JUN 28 2006**

**OF**

JESSE WHITE  
SECRETARY OF STATE

64997459

\$ 50.00

**FATHERS HELPING FATHERS, INC.**

Pursuant to the provisions of "The General Not For Profit Corporation Act of 1986," the undersigned incorporator(s) hereby adopt the following Articles of Incorporation.

**ARTICLE 1 - NAME**

The name of the Corporation is **FATHERS HELPING FATHERS, INC.**, (hereinafter "Corporation").

**ARTICLE 2 - REGISTERED OFFICE AND REGISTERED AGENT**

The initial registered agent of the Corporation is Spiegel & Utrera, P.A.  
The initial registered office is located at 123 West Madison, Suite 806, Chicago, Illinois 60602. County: Cook

**ARTICLE 3 - DIRECTORS**

The first Board of Directors shall be four in number, their names and addresses being as follows:

Aaron B. Del Mar	1590 North Rand Road, Unit N Palatine, Illinois 60067
Jennifer Lee Miller	1590 North Rand Road, Unit N Palatine, Illinois 60067
Betty Del Mar	1590 North Rand Road, Unit N Palatine, Illinois 60067
Bacevic Bacus Del Mar	1590 North Rand Road, Unit N Palatine, Illinois 60067



**SPIEGEL & UTRERA, P.A.**

LAWYERS

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123 WEST MADISON STREET, SUITE 806, CHICAGO, IL 60602 - (312) 443-1500 - FACSIMILE (312) 443-8900

#### ARTICLE 4 - PURPOSES

The Corporation is organized exclusively for charitable, religious, educational, and scientific 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 the corresponding section of any future federal tax code.

This corporation is not organized as a Condominium Association as established under the Condominium Property Act, nor as a Cooperative Housing Corporation as defined in Section 216 of the Internal Revenue Code of 1954, nor as a Homeowner's Association which administers a common-interest community as defined in subsection (c) of Section 9-102 of the code of Civil Procedure.

#### ARTICLE 5 - OTHER SECTIONS

Other sections attached hereto are to be included in these Articles of Incorporation are as follows: Section One - Powers of Corporation; Section Two - Capital Stock; Section Three - Term of Existence; Section Four - Effective Date; Section Five - Amendment; Section Six - Voting Rights; Section Seven - Indemnification; Section Eight - Prohibitions.

#### ARTICLE 6 - INCORPORATOR

The undersigned incorporator(s) hereby declare(s), under penalty of perjury, that the statements made in the foregoing Articles of Incorporation are true.

Dated: 06/28/06

  
\_\_\_\_\_  
Elsie Sanchez, Incorporator

123 West Madison Street, Suite 806  
Chicago, Illinois 60602



**ATTACHMENT TO ARTICLES OF INCORPORATION OF**  
**FATHERS HELPING FATHERS, INC.**  
**ADDITIONAL SECTIONS**

**SECTION ONE - POWERS OF CORPORATION**

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

**SECTION TWO - CAPITAL STOCK**

This Corporation shall have no capital stock and shall be composed of members rather than shareholders.

**SECTION THREE - TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

**SECTION FOUR - EFFECTIVE DATE**

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Illinois.

**SECTION FIVE - AMENDMENT**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Illinois, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

**SECTION SIX - VOTING RIGHTS**

Members of the Corporation will have such voting rights as are provided in the Bylaws of the Corporation.



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## SECTION SEVEN - INDEMNIFICATION

7.1 The corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of the corporation) by reason of the fact that the person is or was a Director or Officer of the corporation or is or was a Director or Officer of the corporation serving at the request of the corporation as a Director, Officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit, or proceeding, if such person acted in good faith and in a manner the person reasonably believed to be in or not opposed to the best interests of the corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe the conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, or conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner that the person reasonably believed to be in or not opposed to the best interests of the corporation, or, with respect to any criminal action or proceeding, that the person had reasonable cause to believe that the conduct was unlawful.

7.2 The corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action or suit by or in the right of the corporation to procure a judgment in its favor by reason of the fact that such person is or was a Director or Officer of the corporation, or is or was a Director or Officer of the corporation serving at the request of the corporation as a Director, Officer, Employee, or Agent of another corporation, partnership, joint venture, trust, or other enterprise against expenses (including attorneys' fees), actually and reasonably incurred by such person in connection with the defense or settlement of such action or suit if such person acted in good faith and in a manner the person reasonably believed to be in or not opposed to the best interests of the corporation, provided that no indemnification shall be made with respect to any claim, issue, or matter as to which such person has been adjudged to have been liable to the corporation unless and only to the extent that the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses that the court shall deem proper.

7.3 The corporation may indemnify any person who is or was an employee or



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agent of the corporation, or is or was an employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise to the extent and under the circumstances provided by Sections 1 and 2 of this Section with respect to a person who is or was a director or officer of the corporation. To the extent that an employee or agent of the corporation has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in Sections 1, 2, and 3 of this Section, or in defense of any claim, issue, or matter therein, such person shall be indemnified against expenses (including attorneys' fees) actually and reasonable incurred by such person in connection therewith.

7.4 Any indemnification under Sections 7.1, 7.2, and 7.3 of this Section (unless ordered by the court) shall be made by the corporation only as authorized in the specific case upon a determination that indemnification of the director, officer, employee, or agent is proper in the circumstances because the person has met the applicable standard of conduct set forth therein. Such determination shall be made (a) by the Board of Directors by a majority vote of a quorum consisting of directors who were not parties to such action, suit, or proceeding; or (b) if such a quorum is not obtainable, or even if obtainable, if a quorum of disinterested directors so directs, by independent legal counsel in a written opinion; or (c) by the shareholders.

7.5 Expenses incurred by an officer or director in defending a civil or criminal action, suit, or proceeding shall be paid by the corporation in advance of the final disposition of such action, suit, or proceeding upon receipt of an undertaking by or on behalf of such director or officer to repay such amount if it shall ultimately be determined that the director or officer is not entitled to be indemnified by the corporation as authorized in this Section. Such expenses (including attorneys' fees) incurred by other employees and agents may be so paid on such terms and conditions, if any, as the Board of Directors deems appropriate.

7.6 The indemnification and advancement of expenses provided by, or granted pursuant to, this Section shall not be deemed exclusive of any other rights to which one seeking indemnification or advancement of expenses may be entitled under any bylaws, agreement, vote of shareholders or disinterested directors, or otherwise, both as to action in the person's official capacity and as to action in another capacity while holding such office.

7.7 The corporation may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee, or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee, of another corporation, partnership, joint venture, trust, or other enterprise against any liability asserted against such person and incurred by the person in any such



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capacity, or arising out of the person's status as such, whether or not the corporation would have the power to indemnify such person against such liability under the provisions of this Section.

7.8 If the corporation has paid indemnity or has advanced expenses to a director, officer, employee, or agent, the corporation shall report the indemnification or advance in writing to the shareholders with or before the notice of the next shareholders' meeting.

7.9 For purposes of this Section, references to "the corporation" shall include, in addition to the resulting corporation, any merging corporation (including any entity having merged with a merging corporation) absorbed in a merger that, if its separate existence had continued, would have had power and authority to indemnify its directors, officers, employees, or agents, so that any person who is or was a director, officer, employee, or agent of such merging corporation, or is or was serving at the request of such merging corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, shall stand in the same position under the provisions of this Section with respect to the resulting or surviving corporation as the person would have with respect to such merging corporation if its separate existence had continued.

7.10 For purposes of this Section, references to "other enterprises" shall include employee benefit plans; references to "fines" shall include any excise taxes assessed on a person with respect to any employee benefit plan; and references to "serving at the request of the corporation" shall include any service as a director, officer, employee, or agent of the corporation that imposes duties on, or involves services by, such director, officer, employee, or agent with respect to an employee benefit plan, its participants, or beneficiaries; and a person who acted in good faith and in a manner the person reasonable believed to be in the interest of the participants and beneficiaries of an employee benefit plan shall be deemed to have acted in a manner "not opposed to the best interests of the corporation" as referred to in this Section.

7.11 The indemnification and advancement of expenses provided by, or granted pursuant to, this Section shall, unless otherwise provided when authorized or ratified, continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of that person.



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**SECTION EIGHT - DISSOLUTION**

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 public purpose. Any such assets not so disposed of shall be disposed of by the Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.