



LOGAN SQUARE NEIGHBORHOOD ASSOCIATION

AMENDED AND RESTATED ARTICLES OF INCORPORATION

ARTICLE I. The name of the corporation is: Logan Square Neighborhood Association (the “Corporation”).

ARTICLE II. The address of the Corporation’s registered office in this Commonwealth is 143 North 22nd Street, Unit D, Philadelphia, PA 19103. The office is at the residence of the current president.

ARTICLE III. The Corporation was incorporated on May 29, 1967 under the Nonprofit Corporation Law, approved May 5, 1933, as amended. The Corporation is a nonprofit corporation organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “Code”), specifically to encourage community involvement with the goals of community improvement, preservation and beautification, and the promotion of health and education within the area bounded by the south side of Spring Garden Street, the north side of Market Street, the west side of Broad Street; and the centerline of the Schuylkill River. The Corporation will take any and all actions necessary, proper, advisable, or convenient for the accomplishment of these purposes consistent with the limitations set forth in this Article III and the provisions of Articles VIII and IX below. In furtherance of the foregoing, the Corporation shall have the power to do any acts and carry on any business and affairs that are not prohibited by the Act, as amended, by the Code, or by any other law.

ARTICLE IV. The Corporation does not contemplate pecuniary gain or profit, incidental or otherwise, to its directors or officers or members.

ARTICLE V. The Corporation is organized on a non-stock basis.

ARTICLE VI. The Corporation shall have members (as defined in § 5751(a) of the Act) as set forth in the Bylaws.

ARTICLE VII. The term for which the Corporation is to exist is perpetual.

ARTICLE VIII. Notwithstanding any other provision of these Articles, the powers and activities of the Corporation shall be subject to the following restrictions and limitations:

- A) The Corporation shall not carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(a) of the Code and described in Section 501(c)(3) of the Code, or by an organization described under Section 170(c)(2) of the Code, contributions to which are deductible under Sections 170(a), 2055(a)(2), and 2522(a)(2) of the Code, nor shall the Corporation engage in any year in which it may be a “private foundation,” as defined in Section 509 of the Code, in any act prohibited by Section 4941(d) or 4943(c) of the Code, or do any act, or fail to do any acts, that will result in the imposition of tax on the Corporation under Sections 4942, 4944, or 4945 of the Code.
- B) The Corporation is not authorized, and no amendment, alteration, change, or repeal of any provisions of the Articles shall authorize the Corporation or its directors or



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officers, to conduct the affairs of the Corporation in any manner or for any purpose that would cause the Corporation to lose its tax-exempt status under the provisions of the Code.

- C) No part of the net earnings of this Corporation shall ever inure to the benefit of, or be distributable to, any of its directors or officers or any other private person, except that reasonable compensation may be paid for services rendered to or for the Corporation in carrying out its purposes.
- D) Except as authorized by Section 501(h) of the Code and a proper election filed thereunder, 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 any political campaign on behalf of (or in opposition to) any candidate for public office (i.e., federal, state, or local), whether by the publication or distribution of statements or otherwise.

ARTICLE IX. In the event of the liquidation, dissolution, or winding up of this Corporation, the assets or property of the Corporation shall be distributed by the Board of Directors to one or more organizations that are organized and operated for the purposes aligned with the Corporation and exclusively for exempt purposes within the meaning of Section 501(c)(3) of the Code, or any successor provisions thereto, and in accordance with the Act, as amended. Any assets not so distributed shall be distributed by the Court of Common Pleas of Philadelphia County exclusively for such purposes, and in accordance with the Act, as amended. No director or officer of the Corporation or any other private person shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.