

NONPROFIT ARTICLES OF INCORPORATION

ARTICLE I, NAME

1.01 Name

The name of this corporation shall be Aslin Projects Inc. The business of this corporation may be conducted as Aslin Projects.

ARTICLE II, DURATION

2.01 Duration

The period of duration of the corporation is perpetual.

ARTICLE III, PURPOSE

3.01 Purpose

Aslin Projects Inc. is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

Aslin Projects Inc.'s purpose is to create interdisciplinary contemporary dance works and perform in public venues in order to engage, educate, and expose the community to the dance arts. Aslin Projects Inc. serves as a research lab for movement development where dancers and choreographers can push the boundaries of contemporary dance and share their findings with the community. Through the work they present, Aslin Projects Inc. strives to capture the internal subtleties of human behavior in order to foster connection and challenge expectations. Through their performances, projects, and research, Aslin Projects Inc. endeavors to contribute to an equitable and accessible future for artists and viewers of the arts.

3.02 Public Benefit

Aslin Projects Inc. is designated as a public benefit corporation.

ARTICLE IV, NON-PROFIT NATURE

4.01 Non-Profit Nature

Aslin Projects Inc. is organized exclusively for charitable and educational 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 corresponding section of any future federal tax code. No part of the net earnings of Aslin Projects Inc. shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered

to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitting to be carried on (a) by any organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Aslin Projects Inc. is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of Aslin Projects Inc. of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

4.03 Dissolution

Upon termination or dissolution of Aslin Projects, any assets and resources lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the 1986 Internal Revenue Code (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of Aslin Projects hereunder shall be selected in the discretion of a majority of the managing body of the corporation, and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against Aslin Projects, by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon finding that this section is applicable shall select the qualifying organization or organizations to receive the assets and resources to be distributed, giving preference if practicable to organizations located within the State of New York.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to Aslin Projects, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of New York to be added to the general fund.

4.04 Prohibited Distributions

No part of the net earnings, or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private person or individual, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III, section 3.01.

4.05 Restricted Activities

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

4.06 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE V, BOARD OF DIRECTORS

5.01 Governance

Aslin Projects Inc. shall be governed by its board of directors.

5.02 Initial Directors

The initial directors of the corporation shall be:

Damien Ding – President
Maile Yoon – Treasurer
Ella Porr – Secretary
Emily Aslin – Artistic Director

ARTICLE VI, MEMBERSHIP

6.01 Membership

Aslin Projects Inc. shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

ARTICLE VII, AMENDMENTS

7.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds ($\frac{2}{3}$) of the board of directors.

ARTICLE VIII, ADDRESSES OF THE CORPORATION

8.01 Corporate Address

The physical address of the corporation is:

[REDACTED]

The mailing address of the corporation is:

[REDACTED]

ARTICLE IX, APPOINTMENT OF REGISTERED AGENT

9.01 Registered Agent

The registered agent of the corporation shall be:

Emily Aslin

[REDACTED]

ARTICLE X, INCORPORATOR

The incorporators of the corporation are as follow:

Emily Aslin

[REDACTED]

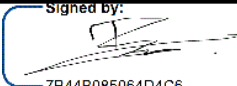
Certificate of Adoption of Articles of Incorporation

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of Aslin Projects Inc. were approved by the board of directors on Wednesday, November 6, 2024 and constitute a complete copy of Articles of Incorporation of Aslin Projects Inc.

Damien Ding

[REDACTED]

Signature:

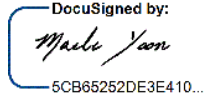
Signed by:

7B44B085064D4C6...

Ella Porr

[REDACTED]

Signature: 33F5CC9E326E4C3...

Maile Yoon

Signature: 5CB65252DE3E410...

Emily Aslin

Signature: 

Acknowledgement of consent to appointment as registered agent

I, Emily Aslin, agree to be the registered agent for Aslin Projects Inc. as appointed herein.

Registered Agent: 

Date: 11/06/2024