**DRAFT ARTICLES OF INCORPORATION OF**

**MISSOURI ARTWORKS ASSOCIATION**

**A NONPROFIT 501c6 CORPORATION**

We, the undersigned, being a natural person of the age of eighteen years or more for the purpose of forming a corporation under the Nonprofit Corporation Law of Missouri do hereby adopt the following Articles of Incorporation:

I. The name of the corporation is MISSOURI ARTWORKS ASSOCIATION

II. The Corporation is filing for a tax-exempt organization under 501(c)(6) of the Internal Revenue Code (1954) and is a Public Benefit Corporation.

III. The Corporation has no members who are entitled to vote for amendments to the Articles of Incorporation.

IV. The Corporation shall have no capital stock and shall not be conducted for profit but only for charitable and educational purposes. The Corporation shall be organized for the following specifically to: encourage the professional, economic and business development of Missouri’s artists and artisans and shall be without regard to race, age, religion, marital status, disability or national origin.

V. The period of duration of the corporation is perpetual.

VI. The address of the Registered Office in the State of Missouri is 2101 West Broadway #322, Columbia, MO 65203 in St. Louis County and the name of its Registered Agent at said address is: Peggy King.

VII. The Board of Directors shall consist of at least four (4) Directors, but may be changed by amending the Bylaws.

VIII. The business activities of the Corporation shall be governed, managed and controlled by the Board of Directors.

IX. The Bylaws shall provide for and set the time and place of the annual meetings of the Board of Directors and for such special meetings of the Board of Directors as may be deemed necessary and expedient.

X. The Corporation shall have the powers as provided by law for a nonprofit corporation, including those set forth in Sections 355.121, 355.131 and 355.136, Missouri Revised Statutes.

XI.The Board of Directors reserves the right to make, alter, amend and repeal the Bylaws of the Corporation.

XII. The Board of Directors may appoint from time to time such committee or committees with such power or powers as in the discretion of the Board of Directors is necessary and desirable to carry out the purposes of the Corporation.

XIII. The officers of the Corporation shall be an executive director, president, vice-president, a secretary-treasurer and such other officers as may be provided for in the Bylaws of the Corporation, provided that no officer or employee of the Corporation may be a member of the Board of Directors. The Officers shall have such powers and perform such duties as may be delegated to them by the Bylaws of the Corporation.

XIV. The Organizer of the corporation is Peggy King. The address of the Organizer is 2101 West Broadway #322, Columbia, MO 65203.

XV. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purposes 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 a tax exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue law), as the Board of Directors shall determine. Any of such assets not so disposed shall be disposed of by the circuit court of the county in which the principal office of the Corporation has been located, exclusively for the purposes or to such organization or organizations as said court shall determine which are organized and operated exclusively for such purposes. However, upon dissolution, the assets must be transferred to 501 (c)(3) Missouri Artisans Association, if in existence.

IN AFFIRMATION OF THE FACTS STATED ABOVE,
Incorporator

\_\_\_\_\_\_\_\_\_\_\_\_\_\_

VERIFICATION

STATE OF MISSOURI         )
) ss
COUNTY OF \_\_\_\_\_\_\_\_\_\_\_ )

I, \_\_\_\_\_\_\_\_\_\_\_ a Notary Public, do hereby certify that on the \_\_ of May, 2014, Peggy King, personally appeared before me and being first duly sworn by me severally acknowledged that they signed as their free act and deed the foregoing document in the respective capacities therein set forth and declared that the statements therein contained are true, to their best knowledge and belief.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_(Notary Public)

NOTARIAL SEAL

My commission expires: