

**ARTICLES OF INCORPORATION**

**OF**

**ABOVE ALL THINGS, INC**

The undersigned incorporator(s), a natural person 18 years of age or older, in order to form a corporate entity under the Indiana Nonprofit Corporation Act of 1991, adopts the following articles of incorporation.

**ARTICLE I**  
**NAME/REGISTERED AGENT**

The name of this corporation shall be "Above All Things, Inc." principal office located at 3799 North Pleasant Lane, Peru, IN 46970

**ARTICLE II**  
**PURPOSE**

The Corporation is organized exclusively for charitable purposes, including, without limitation:

1. The purpose of Above All Things, Inc. is to share a message of faith and hope with women who suffer substance abuse disorder while providing them access to evidence based treatments, supportive guidance and a safe, substance free environment empowering them to reach their recovery goals.

2. In connection with the foregoing, actively to solicit, accept, receive, maintain and disburse contributions and income therefrom, and to apply for, accept and spend grants in accordance with their requirements; and

3. Generally to engage in any and all activities permitted for a charitable organization under the provisions of the Internal Revenue Code.

To this end, the corporation shall at all times be operated exclusively for charitable purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under 501(c) (3) of the Internal Revenue Code as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

**ARTICLE III**  
**EXEMPTION REQUIREMENTS**

At all times shall the following function as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services

rendered and to make payments and distributions in furtherance of the purpose set forth in the purpose clause hereof.

2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

3. Notwithstanding any other provisions of this document, the organization shall not carry on an other activities not permitted to be carried on (a) by an 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© (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

#### **ARTICLE IV DURATION**

The duration of the corporate existence shall be perpetual.

#### **ARTICLE V MEMBERSHIP/BOARD OF DIRECTORS**

The corporation shall have no members other than the Board of Directors. The management of the affairs of the corporation shall be vested in a Board of Directors, as defined in the corporation's bylaws. No director shall have any right, title, or interest in or any property of the corporation.

The number of Board members constituting the Board of Directors shall be at least nine (9) and no more than twenty (19). Directors shall serve three year terms with the right to be re-elected.

Pastor Phil Bunce, 809 West Taylor St., Kokomo, IN 46901  
Pastor Carol Zumwalt, 543 West 12<sup>th</sup> St., Peru, IN 46970  
Pastor Betty Thompson 1785 S State Road 19, Peru, IN 46970.  
Mrs. Debi Wallick, 3055 North Mexico Rd. Peru, IN 46970  
Mrs. Sharon Breitenbach, 28 West Sixth St., Peru, IN 46970  
Ms. Chandra Mullins, 95 East Harrison, Denver, IN 46926  
Mrs. Antonia Sawyer, 2914 Mayor Dr., Kokomo, IN 46902  
Ms. Heidi Wright, 79 West Third St., Peru, IN  
Mr. Jon and Dr. Catherine Reese, 2745 E 600 N, Peru, IN 46970  
Dr. Dean Gifford, 10 Golf Course Drive, Wabash, IN 46992  
Mr. Bill Friend, 3340 W 900 N, Macy, IN 46951  
Mr. Lowell Maxwell 2224 N 700 E Wabash 46992  
Ms. Angela Quinn 1592 N Meridian Peru, IN 46970  
Ms. Erin Colleen Kennedy, 3764 North Mexico Rd, Peru, IN 46970  
Mr. Joseph Thoden, 3799 North Pleasant Lane, Peru, IN 46970

Members of the initial Board of Directors shall serve until the first annual meeting, at which one third of the members' terms shall end. They may serve a second term (three years) if desired.

Otherwise, they will be replaced by persons nominated by collaborating organizations and voted on by the sitting Board of Directors. Nominees are duly elected and qualified, or unchosen as provided in the bylaws. At each of the second and third annual meetings an additional one-third of the original board shall be re-elected or replaced as above. Beyond the third annual meeting, one-third of the board shall be re-elected or replaced at each annual meeting.

**ARTICLE VI**  
**PERSONAL LIABILITY**

No officer or Board member of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the (member) officer, or Board member be subject to the payment of the debts or obligations of the corporation.

**ARTICLE VII**  
**DISSOLUTION**

Upon the 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 a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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.

**ARTICLE VIII**  
**INCORPORATOR(S)**

The incorporator(s) of this corporation are:

The undersigned incorporator(s) certify that he/she/they execute these articles for the purposes herein stated.

Printed Name: Erin Colleen Kennedy

Signature \_\_\_\_\_

Date: February 28, 2019

Printed Name: Joseph R. Thoden

Signature \_\_\_\_\_

Date: February 28, 2019