

**ARTICLES OF INCORPORATION
OF
Manabi of Tucson, Inc.**

I, the undersigned Incorporator, being a natural person of full age, for the purpose of forming a non-profit corporation under and pursuant to the provisions of the laws of the State of Arizona, do hereby adopt the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation shall be: Manabi of Tucson, Inc

**ARTICLE II
PLACE OF BUSINESS ADDRESS**

The place in this state where the principal office of the Corporation is :
1803 E Seneca St, Tucson, Arizona 85719

**ARTICLE III
PURPOSE**

Manabi of Tucson, 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 the corresponding section of any future federal tax code.

**ARTICLE IV
MEMBERS**

This corporation will not have members.

**ARTICLE V
DIRECTORS**

There shall be no less than three (3) Directors. The names and addresses of the persons who are to serve as Directors until the first annual meeting of Directors or until their successors are elected and qualifies are:

Hitomi McKnight
8915 E. Maple Leaf Dr. Tucson AZ 85710

Minami Espinosa
1803 E Seneca St Tucson, AZ 85719

Megumi Rubin
5405 E Placita Hayuco Tucson, AZ 85718

David Kawabata
6621 E Circulo Otono Tucson, AZ 85750

Yukari Katayama
11439 N. Big Star Trail Tucson AZ 85742

ARTICLE VI DIRECTOR LIABILITY

The liability of the directors of the corporation for monetary damages shall be eliminated to the fullest extent permissible under Arizona law.

ARTICLE VII INDEMNIFICATION OF DIRECTORS AND OFFICERS

The Corporation is authorized to indemnify the directors and officers of the corporation to the fullest extent permissible under Arizona law.

ARTICLE VIII

No part of the net earnings of the corporation 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 Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) 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 IX STATUTORY AGENT

The name and address of the initial statutory agent of the corporation is:

Minami Y Espinosa
1803 E Seneca St, Tucson, AZ 85719

ARTICLE X 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 XI
INCORPORATOR**

The name and address of the incorporator is:

Minami Y Espinosa
1803 E Seneca St Tucson, AZ 85719

IN WITNESS WHEREOF, I have subscribed my name this 10th day of March, 2024

Incorporator's signature: _____



Minami Y Espinosa, Incorporator