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| **Articles of Incorporation of lifesaver labs**  The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of**the State of Ohio,**do hereby certify:  Article I          The Name of the Corporation shall be lifesaver labs.  Article II       The place in this state where the principal or registered office of the Not-for-Retained-Profit Corporation is to be located in University Heights in Cuyahoga County and the street address is:  *2630 South Green Road University Heights, OH 44122-1536, United States (of US)*  Article III   **Purpose:** Said corporation is organized exclusively for charitable, religious, educational and scientific 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         **Membership provisions will be set forth in the Organization’s Bylaws.**  Article V   **Director selections will be officially proposed by the Executive Director (Pro Tem) and affirmed or denied by unanimous vote of the three Founder-Directors until the Board of Directors reaches five in number. From thenceforth, all expansions, contractions, or member replacements shall only be extended by a vote of not less than three of four (3 of 4, ≥ .75 approval) from then on. Should the membership count of the Board of Directors ever fall below four (4) once more, the conditions for Director Selection will return to unanimity.**  Article VI              **Registered Agent:**  **A.**The name of the Registered Agent for lifesaver labs is: Aviva Aliza Clayman. | | | | |
|  | **B.** The registered agent is a Resident of the State of Ohio and by our measure, meets all applicable legal requirements for service as a registered agent.  Article VII **The names and addresses of the persons who are the initial  directors of  the Corporation are as follows:**  **Directors with US Addresses**  **Adam David Clayman**  **2630 South Green Road**  **University Heights, OH 44122-1536**  **Directors with ZH[[1]](#footnote-1) Addresses**  **Adam David Clayman**  **555 Wuyi Road**  **Building 14, Apt. 302 Changning District, Shanghai Shanghai Province, Zhongguo**   * 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 III 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. | | | A |
|  | | §               If reference to federal law in articles of incorporation imposes a limitation that is invalid in your state, you may wish to substitute the following for the last sentence of the preceding paragraph:  “Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.”   * Article IX      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 X       **Incorporator(s):** One or more persons must sign the articles of incorporations in this capacity.  IRS suggested language: **In witness whereof, we have hereunto subscribed our names this \_\_\_\_ day of \_\_\_\_, 20\_\_.** |  |  |

1. 中国 — Zhongguo (ZH) is the country that we refer to as “China” (CN) in Imperial English. [↑](#footnote-ref-1)