

File Number 6005-187-9

SANGAMON COUNTY
ILLINOIS

98-39324

93 JUL 31 AM 10:03

Mary Ann Quinn
RECORDER

State of Illinois Office of The Secretary of State

Whereas, ARTICLES OF INCORPORATION OF
THE HOPE SCHOOL FOUNDATION
INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE
GENERAL NOT FOR PROFIT CORPORATION ACT OF ILLINOIS, IN FORCE
JANUARY 1, A.D. 1987.

Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 21ST day of JULY A.D. 19 98 and of the Independence of the United States the two hundred and 23RD .



George H Ryan

Secretary of State

FILED

ARTICLES OF INCORPORATION

(Do Not Write in This Space)

JUL 21 1998

GEORGE H. RYAN
SECRETARY OF STATE

SUBMIT IN DUPLICATE

Payment must be made by Certified Check,
Cashier's Check, Illinois Attorney's Check, Illinois
C.P.A.'s Check or Money Order, payable to "Sec-
retary of State."

DO NOT SEND CASH!

Date 7-21-98

Filing Fee \$50

Approved RL

TO: GEORGE H. RYAN, Secretary of State

Pursuant to the provisions of "The General Not For Profit Corporation Act of 1986," the undersigned incorporator(s) hereby adopt the following Articles of Incorporation.

Article 1. The name of the corporation is: THE HOPE SCHOOL FOUNDATION

Article 2: The name and address of the initial registered agent and registered office are:

Registered Agent	<u>GARY</u>	<u>E.</u>	<u>KERR</u>
	First Name	Middle Name	Last Name
Registered Office	<u>1020 SOUTH SEVENTH STREET</u>		
	Number	Street	(Do Not Use P.O. Box)
	<u>SPRINGFIELD</u>	<u>IL</u>	<u>62703</u>
	City	Zip Code	County
			<u>SANGAMON</u>

Article 3: The first Board of Directors shall be 3 in number, their names and residential addresses being as follows: (Not less than three)

Director's Names	Number	Street	Address City	State
ROBERT KJELLANDER	405	CLIPPER ROAD	SPRINGFIELD	IL
M. KAY KING	96	SOUTH FOX MILL LANE	SPRINGFIELD	IL
JULIE CELLINI	2166	WIGGINS	SPRINGFIELD	IL

Article 4. The purposes for which the corporation is organized are:
Charitable, in specific to raise funds for and to increase the endowment of
THE HOPE SCHOOL, an Illinois not-for-profit corporation, exempt from taxation
pursuant to Section 501(c)(3) of the Internal Revenue Code; and to own and
deal in property, real and personal, in order to accomplish that purpose.

Is this corporation a Condominium Association as established under the Condominium Property Act?
 Yes No (Check one)

Is this corporation a Cooperative Housing Corporation as defined in Section 216 of the Internal
Revenue Code of 1954? Yes No (Check one)

Is this a Homeowner's Association which administers a common-interest community as defined in
subsection (c) of Section 9-102 of the code of Civil Procedure? Yes No

Article 5. Other provisions (please use separate page):
(See attached)

000166

Articles of Incorporation
The Hope School Foundation
Article 5 - Other Provisions

(a) The Hope School Foundation is prohibited from engaging in activities of a political nature.

(b) The Hope School Foundation is prohibited from engaging in activities which will result in the personal inurement of any officer or director of the Foundation.

(c) Upon the dissolution of The Hope School Foundation, all assets, after payments of all liabilities, shall be conveyed to The Hope School, of Springfield, Illinois, if then in existence and if then being operated exclusively for such charitable and educational purposes as shall at the time qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law); and if not, then the Board of Directors shall dispose of the assets of the Foundation to such other organization(s) then in being, and organized and operated exclusively for charitable and educational purposes as shall at the time qualify as an exempt organization(s) under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) as the Board of Directors shall determine.

Return

EMV

Ronald N. Hoffman P.C.
30 N. LaSalle St #2020
Chicago, IL 60602



000168

FORM NFP 110.30R (rev. Dec. 2008)
ARTICLES OF AMENDMENT
RESTATED ARTICLES
OF INCORPORATION
General Not For Profit Corporation Act

FILED

FEB 14 2018

JESSE WHITE
SECRETARY OF STATE

Secretary of State
Department of Business Services
501 S. Second St., Rm. 350
Springfield, IL 62756
217-782-7808
www.cyberdriveillinois.com

Remit payment in the form of a
check or money order payable
to Secretary of State.

File #: 6005-187-9 Filing Fee: \$100 Approved: 10

----- Submit in duplicate ----- Type or Print clearly in black ink ----- Do not write above this line -----

1. Corporate name (Note 1): THE HOPE SCHOOL FOUNDATION

2. Manner of adoption of amendment:

The following amendment to the Articles of Incorporation was adopted on June 15, 2017 in the
manner indicated below (Check one only):
Month Day, Year

By affirmative vote of a majority of the directors in office, at a meeting of the board of directors, in
accordance with Section 110.15. (Note 2)

By written consent, signed by all the directors in office, in compliance with Sections 110.15 and 108.45
(Note 3)

By members at a meeting of members entitled to vote by the affirmative vote of the members having not
less than the minimum number of votes necessary to adopt such amendment, as provided by this Act,
the articles of incorporation or the bylaws, in accordance with Section 110.20. (Note 4)

By written consent signed by members entitled to vote having not less than the minimum number of votes
necessary to adopt such amendment, as provided by this Act, the articles of incorporation, or the bylaws,
in compliance with Sections 107.10 and 110.20. (Note 5)

3(a). List all provisions of the restated articles of incorporation that amend the existing articles of incorporation. (Attach
additional pages if extra space is needed.)

Articles 3, 4 and 5

3(b). Text of the Restated Articles of Incorporation (Note 6)
(Attach additional pages if extra space is needed.)

See Exhibit A attached hereto

4. The undersigned corporation has caused these articles to be signed by a duly authorized officer, who affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **Black Ink.**)

Dated: June 15 2017
Month Day, Year
[Signature]
(Any Authorized Officer's Signature)
Clint W. Paul, Secretary
(Print Name and Title)

The Hope School Foundation
(Exact Name of Corporation)

5. If there are no duly authorized officers, then the persons designated under Section 101.10(b)(2) must sign below and print name and title.

The undersigned affirms, under penalties of perjury, that the facts stated herein are true.

Dated: _____
Month Day, Year

Signature

Print Name and Title

NOTES

Note 1: State the true and exact corporate name as it appears on the records of the Secretary of State, BEFORE any amendment herein reported.

Note 2: Directors may adopt amendments without member approval only when the corporation has no members, or no members entitled to vote pursuant to §110.15

Note 3: Director approval may be (1) by vote at a director's meeting (either annual or special) or (2) by consent, in writing, without a meeting.

Note 4: All amendments not adopted under Sec. 110.15 require (1) that the board of directors adopt a resolution setting forth the proposed amendment and (2) that the members approve the amendment.

Member approval may be (1) by vote at a members meeting (either annual or special) or (2) by consent, in writing, without a meeting.

To be adopted, the amendment must receive the affirmative vote or consent of the holders of at least 2/3 of the outstanding members entitled to vote on the amendment, (but if class voting applies, then also at least a 2/3 vote within each class is required).

The articles of incorporation may supersede the 2/3 vote requirement by specifying any smaller or larger vote requirement not less than a majority of the outstanding votes of such members entitled to vote and not less than a majority within each when class voting applies. (Sec. 110.20)

Note 5: When member approval is by written consent, all members must be given notice of the proposed amendment at least 5 days before the consent is signed. If the amendment is adopted, members who have not signed the consent must be promptly notified of the passage of the amendment. (Sec. 107.10 & 110.20)

Note 6: The text of the restated articles of incorporation must set forth the following:

(i) The date of incorporation, the name under which the corporation was incorporated, subsequent names, if any, that the corporation adopted pursuant to amendment of its articles of incorporation, and the effective date of any such amendments;

(ii) the address of the registered office and the name of the registered agent on the date of filing the restated articles of incorporation.

If the registered agent and/or registered office have changed, it will be necessary to accompany this document with form NFP 105.10.

EXHIBIT A

**RESTATED ARTICLES OF INCORPORATION
OF
THE HOPE SCHOOL FOUNDATION**

Article 1. The name of the corporation is The Hope School Foundation ("Corporation"). The Corporation is an Illinois not-for-profit corporation incorporated on July 21, 1998 with the name The Hope School Foundation.

Article 2. The name and address of the Registered Agent and Registered Office in Illinois are as follows:

Registered Agent: Clint W. Paul

Registered Office: 15 East Hazel Dell Lane
Springfield, IL 62712

Article 3. The management, control and operation of the affairs and properties of the Corporation shall be vested in the Board of Directors of the Corporation, subject to the powers reserved to the Member under the Bylaws of the Corporation. The Board of Directors shall be composed of the directors appointed or elected as the Bylaws of the Corporation shall provide.

Article 4. The purposes for which the Corporation is organized are as follows:

The Corporation is organized and shall be operated exclusively for charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future United States Internal Revenue law (the "Code"). The specific purpose for which the Corporation is formed is:

to support educational, residential and clinical programs for individuals with autism and other developmental disabilities, and other activities and programs ancillary to and in support of the foregoing; to foster, promote, support, develop, encourage, maintain, receive and accept funds, gifts, and contributions for and on behalf of such activities; and, to establish, conduct, sponsor, acquire, own, maintain and operate such other entities and activities which, in the opinion of the Board of Directors and at its discretion, will support the foregoing.

Notwithstanding anything to the contrary, the Corporation is organized and will operate exclusively for the benefit of, to

perform the functions of, and to carry out the purposes of The Hope School and Hope Clinical Care, Illinois not-for-profit corporations exempt as organizations described in Section 501(c)(3) of the Code and described in either Section 509(a)(1) or Section 509(a)(2) of the Code.

The Corporation is not a Condominium Association as established under the Condominium Property Act.

The Corporation is not a Cooperative Housing Corporation as defined in Section 216 of the Internal Revenue Code of 1954.

The Corporation is not a Homeowner's Association which administers a common-interest community as defined in subsection (c) of Section 9-102 of the Code of Civil Procedure.

Article 5. Other Provisions:

The sole corporate member of the Corporation shall be Vision for Hope. The power to alter, amend or repeal the Articles of Incorporation or the bylaws of the Corporation, and to adopt bylaws not inconsistent with the law or these Articles of Incorporation, shall be vested in the sole corporate member.

No part of the net earnings of the Corporation shall inure to the benefit of any private individual; no part of the income of the Corporation shall be distributed to its directors or officers; provided, however, that the payment of reasonable compensation for services rendered shall not be deemed a distribution of income. No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation. The Corporation shall not participate in, or intervene in (including the publication or distribution of statements), any political campaign on behalf of or against any candidate for public office.

The Corporation shall possess all powers which a corporation organized under the General Not For Profit Corporation Act of the State of Illinois, as the same from time to time may be amended, may possess, including the power to use, distribute, contribute, expend, donate, apply and appropriate all of its property and assets, and all proceeds and avails thereof, and income and profit derived therefrom, exclusively for charitable, educational and scientific purposes; provided, however, the Corporation shall not engage in any business which would disqualify it from being exempt from taxation under Section 501(a) of the Code.

Notwithstanding any other provisions of these Articles, no assets of the Corporation shall be donated, distributed, applied to, paid over or otherwise used or employed in any manner which would disqualify the Corporation from being exempt from taxation as an organization described in Section 501(c)(3) of the Code.

In the event of the dissolution or liquidation of the Corporation, and after payment of its just debts and liabilities, all remaining assets shall be distributed to Vision for Hope if it qualifies as an exempt organization under Section 501(c)(3) of the Code at that time or, if not, to such organization or organizations as the Board of Directors may determine are organized and operated exclusively for charitable, educational and scientific purposes and shall at the time qualify as an exempt organization or organizations under Sec. 501(c)(3) of the Code.

FORM NFP 110.30R (rev. Dec. 2003)
ARTICLES OF AMENDMENT
RESTATED ARTICLES
OF INCORPORATION
General Not For Profit Corporation Act

FILED

FEB 14 2018

JESSE WHITE
SECRETARY OF STATE

Secretary of State
Department of Business Services
501 S. Second St., Rm. 350
Springfield, IL 62756
217-782-7808
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By members at a meeting of members entitled to vote by the affirmative vote of the members having not less than the minimum number of votes necessary to adopt such amendment, as provided by this Act, the articles of incorporation or the bylaws, in accordance with Section 110.20. (Note 4)

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3(a). List all provisions of the restated articles of incorporation that amend the existing articles of incorporation. (Attach additional pages if extra space is needed.)

Articles 3, 4 and 5

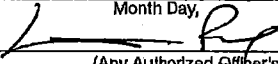
3(b). Text of the Restated Articles of Incorporation (Note 6)
(Attach additional pages if extra space is needed.)

See Exhibit A attached hereto

4. The undersigned corporation has caused these articles to be signed by a duly authorized officer, who affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **Black Ink**.)

Dated: June 15 2017
Month Day, Year

The Hope School Foundation
(Exact Name of Corporation)


(Any Authorized Officer's Signature)

Clint W. Paul, Secretary
(Print Name and title)

5. If there are no duly authorized officers, then the persons designated under Section 101.10(b)(2) must sign below and print name and title.

The undersigned affirms, under penalties of perjury, that the facts stated herein are true.

Dated: _____
Month Day, Year

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perform the functions of, and to carry out the purposes of The Hope School and Hope Clinical Care, Illinois not-for-profit corporations exempt as organizations described in Section 501(c)(3) of the Code and described in either Section 509(a)(1) or Section 509(a)(2) of the Code.

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The Corporation shall possess all powers which a corporation organized under the General Not For Profit Corporation Act of the State of Illinois, as the same from time to time may be amended, may possess, including the power to use, distribute, contribute, expend, donate, apply and appropriate all of its property and assets, and all proceeds and avails thereof, and income and profit derived therefrom, exclusively for charitable, educational and scientific purposes; provided, however, the Corporation shall not engage in any business which would disqualify it from being exempt from taxation under Section 501(a) of the Code.

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