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**ARTICLES OF INCORPORATION
OF
THE BYLT FOUNDATION**

**ARTICLE I
NAME**

The name of the corporation is The BYLT Foundation (the "Corporation").

**ARTICLE II
ORGANIZATION, PURPOSE AND POWERS**

A. The Corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for charitable purposes. The specific purposes for which this corporation is organized are to create awareness, to make charitable grants, and to generate and support educational scholarship opportunities.

B. The Corporation is organized exclusively for one or more of the purposes specified in Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code"), including without limitation:

(1) To aid, support, and assist by gifts, contributions or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, scientific, or educational purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation; and

(2) To do any and all lawful activities which may be necessary, useful or desirable for the furtherance, accomplishment, fostering or attainment of the foregoing purposes, either directly or indirectly and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, departments, or agencies.

C. In general, and subject to such limitations and conditions as are or may be prescribed by law, or in the Corporation's Articles of Incorporation or Bylaws, the Corporation shall have all powers that now or hereafter are conferred by law upon a corporation organized for

the purposes set forth above, or are necessary or incidental to the powers so conferred, or are conducive to the attainment of the Corporation's purposes.

D. All corporate powers of the Corporation shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of, the Board of Directors of the Corporation. The qualification, number, terms and manner of election, designation and appointment of the members of the Board of Directors shall be as from time to time provided in the Bylaws.

ARTICLE III **DURATION**

The duration of the Corporation shall be perpetual.

ARTICLE IV **ADDRESS**

The initial street address and mailing address of the Corporation is:

17421 Derian Avenue
Irvine, CA 92614

ARTICLE V **MEMBERS**

The Corporation shall have one class of members, the identity, rights and privileges of which shall be as set forth in the Bylaws.

ARTICLE VI **INITIAL DIRECTORS**

The number of Directors constituting the initial Board of Directors shall be three (3). The names and addresses of the persons who shall serve as the initial Directors are as follows:

<u>Name:</u>	<u>Address:</u>
Eric Mear	17421 Derian Avenue, Irvine, CA 92614
Arlene Bliss	17421 Derian Avenue, Irvine, CA 92614
Jared Koenig	17421 Derian Avenue, Irvine, CA 92614

ARTICLE VII
INITIAL AGENT FOR SERVICE OF PROCESS

The name in the State of California of the Corporation's initial agent for service of process is:

Registered Agents Solutions, Inc.

ARTICLE VIII
LIMITATIONS

A. **Permitted Activities.** Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by (a) an organization exempt from federal income tax under Section 501(a) and described in Section 501(c)(3) of the Code or the corresponding provision of any future federal tax law, or (b) an organization contributions to which are deductible under Section 170(c)(2) of the Code or the corresponding provision of any future federal tax law.

B. **Political Activity.** No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, except to the extent that an organization exempt from federal income tax under Section 501(c)(3) of the Code can engage in such activities without incurring any penalties, excise taxes or losing its status as an organization exempt from federal income tax under Section 501(c)(3) of the Code. The Corporation shall not directly or indirectly 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.

C. **No Inurement to Private Persons.** No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any director, officer, or other private person, except that the Corporation is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes.

D. **Private Foundation Excise Tax Limitations.**

For so long as the Corporation is deemed by the Internal Revenue Service to be a "private foundation" within the meaning of Section 509(a) of the Code, it shall comply with the provisions of the following paragraphs:

1. The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code or corresponding provision of any subsequent federal tax law.

2. If Section 4942 of the Code is deemed applicable to the corporation, the Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code or corresponding provision of any subsequent federal tax law.

3. The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Code or corresponding provision of any subsequent federal tax law.

4. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Code or corresponding provision of any subsequent federal tax law.

5. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Code or corresponding provision of any subsequent federal tax law.

ARTICLE IX

DEDICATION AND DISSOLUTION

The property of the Corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of the Corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Code.

ARTICLE X

AMENDMENT TO ARTICLES OF INCORPORATION

The Corporation reserves the right to amend or repeal any of the provisions contained in these Articles of Incorporation in any manner now or hereafter permitted by law.

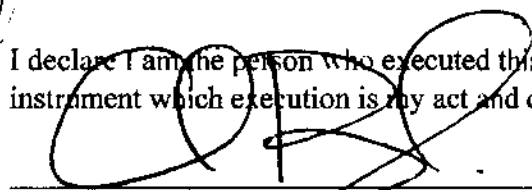
DATED: March 5, 2025

I declare I am the person who executed this
instrument which execution is my act and deed.



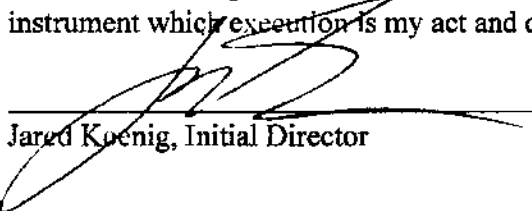
Eric Mear, Initial Director

I declare I am the person who executed this
instrument which execution is my act and deed.



Arlene Bliss, Initial Director

I declare I am the person who executed this
instrument which execution is my act and deed.



Jared Koenig, Initial Director