



6431939



**STATE OF CALIFORNIA**  
*Office of the Secretary of State*  
**ARTICLES OF INCORPORATION**  
**CA NONPROFIT CORPORATION**  
**PUBLIC BENEFIT**

California Secretary of State  
1500 11th Street  
Sacramento, California 95814  
(916) 657-5448

For Office Use Only

**-FILED-**

File No.: 6431939

Date Filed: 10/21/2024

B3132-8352 10/21/2024 12:31 PM Received by California Secretary of State

Corporation Name Corporation Name	Thrive Adaptive, Inc
Initial Street Address of Principal Office of Corporation Principal Address	1001 S OLIVE #320 LOS ANGELES, CA 90015
Initial Mailing Address of Corporation Mailing Address	1001 S OLIVE #320 LOS ANGELES, CA 90015
Attention	Joe Holt
Agent for Service of Process <input checked="" type="checkbox"/> I certify the selected California Registered Corporate Agent (1505) has agreed to serve as the Agent for Service of Process for this entity.	
California Registered Corporate Agent (1505)	FOR PURPOSE LAW GROUP, A PROFESSIONAL LAW CORPORATION Registered Corporate 1505 Agent
Purpose Statement This 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	
Additional Statements The specific purpose of this corporation is to provide education for medical students and professionals about the unique needs of people with disabilities so that they can provide better specialized care. Notwithstanding any of the above statements of purpose and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the specific purpose of this corporation.	
Additional information and signatures set forth on attached pages, if any, are incorporated herein by reference and made part of these Articles of Incorporation.	
Electronic Signature <input checked="" type="checkbox"/> I declare that I am the person who executed this instrument, which execution is my act and deed.	
<u>May L. Harris</u> Signature	<u>10/21/2024</u> Date

Additional Statements - continued.

- (a) This corporation is organized and operated exclusively for charitable, scientific, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of the 1986, as amended (the "Code").
- (b) Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.
- (c) No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of, or in opposition to, any candidate for public office.
- (d) The property of this corporation is irrevocably dedicated to charitable purposes meeting the requirements of California Revenue and Taxation Code Section 214, 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.
- (e) On the dissolution or winding up of the corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of this corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable and/or educational purposes meeting the requirements of California Revenue and Taxation Code Section 214, and which has established its tax-exempt status under Section 501(c)(3) of the Code.
- (f) Notwithstanding any other provision of these Articles or other governing instruments of the corporation, during any such period or periods of time, if any, that this corporation is a "private foundation" pursuant to Section 509 of the Code: (i) the corporation's income must be distributed in such a manner so as not to subject this corporation to tax under Section 4942 of the Code; and (ii) the corporation is prohibited from: (a) engaging in any act of self-dealing (as defined in Section 4941(d) of the Code); (b) retaining any excess business holdings (as defined in Section 4943(c) of the Code) which would subject the corporation to tax under Section 4943 of the Code; (c) making any investments in such manner so as to subject the corporation to tax under Section 4944 of the Code; and (d) making any taxable expenditures (as defined in Section 4945(d) of the Code).