



**ARTICLES OF INCORPORATION  
OF  
FORAY ART FOUNDATION**

For Office Use Only

**-FILED-**

File No.: 6368828

Date Filed: 8/20/2024

**I.**

The name of the corporation is: Foray Art Foundation

**II.**

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 California Nonprofit Public Benefit Corporation Law for public and charitable purposes.

B. The specific purpose of the corporation is acquire, maintain and exhibit artworks created by underrepresented artists and to introduce these artists and artworks to the general public through public programming, publications, and other educational activities. Additionally, the corporation may engage in any activities that are reasonably related to or in furtherance of its stated charitable and public purpose, or in any other charitable activities.

C. The corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now in effect or as may hereafter be amended (the "Code").

D. In furtherance of its purposes, the corporation shall have all the general powers enumerated in Sections 5140 and 5141 of the California Nonprofit Public Benefit Corporation Law, as now in effect or as may hereafter be amended, together with the power to solicit grants and contributions for such purposes.

**III.**

The name and address in California of the corporation's initial agent for service of process are:

Andrew Scott Hurwitz  
1019 S. Central Avenue  
Glendale, CA 91204

#### IV.

The initial street address of the corporation is:

1019 S. Central Avenue  
Glendale, CA 91204

#### V.

The corporation shall have no members within the meaning of Section 5056 of the California Nonprofit Public Benefit Corporation Law.

#### VI.

A. No substantial part of the activities of the corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise permitted by Section 501(h) of the Code and in any corresponding laws of the State of California), and the corporation shall not participate in 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.

B. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not directly or indirectly carry on any activity which would prevent it from obtaining exemption from Federal income taxation as a corporation described in Section 501(c)(3) of the Code, or cause it to lose such exempt status, or carry on any activity not permitted to be carried on by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.


C. For any period in which the corporation is a private foundation within the meaning of section 509(a) of the Code: (i) the corporation shall distribute its income for each tax 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; (ii) the corporation shall not engage in any act of self-dealing as defined in section 4941(d) of the Code; (iii) the corporation shall not retain any excess business holdings as defined in section 4943(c) of the Code; (iv) the corporation shall not make any investments in such a manner as to subject it to tax under section 4944 of the Code; and (v) the corporation shall not make any taxable expenditures as defined in section 4945(d) of the Code.

#### VII.

The property of the corporation is irrevocably dedicated to charitable and educational purposes meeting the requirements for exemption provided by Section 214 of the California Revenue and Taxation Code (the "R&T Code"), 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 and/or educational purposes meeting the requirements for exemption provided by Section 214 of the R&T Code and which has established its tax exempt status under Section 501(c)(3) of the Code.

Dated: August 1, 2024

  
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Andrew Scott Hurwitz  
Incorporator