



For Office Use Only

**-FILED-**

File No.: 6445983

Date Filed: 10/29/2024

**ARTICLES OF INCORPORATION  
OF  
THE INSTITUTE FOR MORAL IMAGINATION**

**I**

The name of this Corporation is THE INSTITUTE FOR MORAL IMAGINATION.

**II**

A. 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.

B. This Corporation is organized and operated exclusively for charitable, religious, educational, scientific and other similar purposes, including the making of distributions to charitable, religious, educational, scientific and other organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law). The corporation may also make distributions to other charitable organizations and entities described in Section 170(c) of the Internal Revenue Code exclusively for purposes described in Section 501(c)(3) of the Internal Revenue Code.

C. The specific purposes of this Corporation are to enhance the human creative and emotional capacity, moral clarity and accountability, and systems of thinking necessary for addressing global and local challenges, inspiring individuals and communities to take meaningful actions that promote justice, inclusivity, and peace.

**III**

The name and address in the State of California of this Corporation's initial agent for service of process is: Todd Holcomb; 52 Lovell Avenue, Mill Valley, California 94941.

**IV**

The initial street address of this Corporation is 52 Lovell Avenue, Mill Valley, California 94941. The initial mailing address of this Corporation is 52 Lovell Avenue, Mill Valley, California 94941.

**V**

This Corporation shall have no members.

VI

No substantial part of the activities of this Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and this Corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

VII

A. Notwithstanding any other provision of these articles of incorporation, this Corporation shall not carry on any activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

B. Notwithstanding any other provision of these articles of incorporation or other governing instrument of this Corporation, during such period or periods of time, if any, as this Corporation is treated as a "private foundation" pursuant to Section 509 of the Code: (i) the Corporation's income must be distributed at such time and in such manner so as not to subject this Corporation to tax under Section 4942 of the Code and (ii) this 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 this Corporation to tax under Section 4943 of the Code; (c) making any investments in such manner so as to subject this Corporation to tax under Section 4944 of the Code; and (d) making any taxable expenditures (as defined in Section 4945(d) of the Code).

VIII

A. The property of this corporation is irrevocably dedicated to charitable and educational purposes, meeting the requirements of Internal Revenue Code Section 501(c)(3) and California Revenue and Taxation Code Section 214, or any successors thereto. No part of the net income or assets of this Corporation shall ever inure to the benefit of any of its directors or officers, or to the benefit of any private person, except that this Corporation is 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 II hereof.

B. Upon the dissolution or winding up of this Corporation, its assets remaining after payment, 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, scientific, hospital, or religious purposes, and which meets the requirements of Section 501(c)(3) of the Internal Revenue Code and Section 214 of the California Revenue and Taxation Code.

Dated: 10, 29, 2024

  
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Todd Holcomb, Incorporator