

For Office Use Only

-FILED-

File No.: 6444852

Date Filed: 10/28/2024

**ARTICLES OF INCORPORATION
OF
BARBER FAMILY FOUNDATION**

The undersigned individual, for the purpose of forming a not-for-profit corporation under the laws of the State of California, adopts these Articles of Incorporation:

Article First: The name of the corporation shall be: Barber Family Foundation.

Article Second: 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.

Article Third: The specific purpose of the corporation is to make distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article Fourth: The corporation is organized exclusively for the purposes set forth within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article Fifth: The initial mailing and street address of the corporation is 404 El Rio, Danville, California 94526.

Article Sixth: The mailing and street address of the corporation's initial registered office in California is 404 El Rio, Danville, California 94526. The name of the corporation's initial registered agent at such address is Ronald L. Barber.

Article Seventh: The name and mailing and street address of the incorporator of the corporation are: Seamus P. Smith, 5454 W. 110th St., Overland Park, Kansas 66211.

Article Eighth: The corporation shall have one or more members and the number of members and the conditions of membership shall be specified in or fixed in accordance with the corporation's bylaws. The incorporator shall designate the initial member or members. There shall not be more than one class of members.

Article Ninth: The number of directors shall be specified in or fixed in accordance with the corporation's bylaws. The incorporator shall designate the initial board of directors. Thereafter, the method of electing directors shall be set forth in the bylaws.

Article Tenth: The duration of the corporation shall be perpetual.

Article Eleventh: These Articles of Incorporation shall be effective upon filing.

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Article Twelfth: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein.

Article Thirteenth: No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not 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.

Article Fourteenth: Notwithstanding any other provision of these articles, the corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article Fifteenth: The corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article Sixteenth: The corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

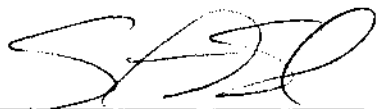
Article Seventeenth: The corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article Eighteenth: The corporation will not make any investments in a manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article Nineteenth: The corporation will not make any taxable expenditures as defined in Section 4945 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article Twentieth: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

This document has been signed on this 22nd day of October, 2024.

A handwritten signature in black ink, appearing to read 'SPS', written over a horizontal line.

Seamus P. Smith, incorporator

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