

Articles of Incorporation

Open Social Resources

Article I. Name

1.01 Name

The name of this corporation shall be Open Social Resources. The business of the corporation may be conducted as Open Social Resources.

Article II. Duration

2.01 Duration

The period of duration of the corporation is perpetual.

Article III: Purpose

3.01 Purpose

Open Social Resources is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. Open Social Resources' purpose is to improve our community by enhancing opportunities for people at a socioeconomic disadvantage or disadvantage due to minority status (the Target Audience).

In order to improve our community, Open Social Resources will take on specific projects with one or more of the following primary goals:

- Increasing employability and employment mobility for the Target Audience
- Increasing access to work for the Target Audience
- Increasing employment stability for the Target Audience
- Improving existing work conditions such as worker safety, health, or satisfaction through training, consultation, or software solutions
- Providing access to educational materials
- Increasing access to public services

- Developing public works, such as open source software or works released under a Creative Commons license

These projects may be handled by Open Social Resources alone or in collaboration with other non-profit organizations which fall under the 501(c)(3) section of the internal revenue code and are operated exclusively for educational and charitable purposes.

Open Social Resources' projects are oriented around community involvement and capacity-building (NTEE code S99). See specific projects for their NTEE codes. Open Social Resources is organized under section 501(c)(3) of the Internal Revenue Code.

The following are examples of existing projects that Open Social Resources is working on or has worked on.

Website Template Project

The Website Template Project (WTP) aims to enhance small business development (NTEE code S43). The WTP accomplishes this goal in two ways. First, by providing a public resource for creating effective websites for small businesses quickly. Second, by providing services for creating and publishing such websites for small businesses. The resources and services offered by the WTP empower small business development in both urban and rural areas. Additionally, the websites created using the WTP aim to be fully accessible to persons with disabilities in accordance with W3C standards. The WTP is designed to be the most effective resource for creating small business websites for business owners with a disadvantage in technological knowledge or resources, and for business owners with an audience that lacks access to high-speed internet or requires accessibility. See the WTP organizing document for details.

Logic ForAll

Logic ForAll provides educational resources to post-secondary students in Bachelor programs (NTEE code B80). Logic ForAll aims to enhance the success of post-secondary students in Bachelor programs and the quality of educational materials used by post-secondary faculty, especially part-time faculty. Logic ForAll accomplishes these goals by providing an educational resource for post-secondary students and faculty taking or teaching introductory logic courses, which are required for most Bachelor programs. Logic ForAll generates practice exercises, quizzes, and exams for logic courses.

Logic ForAll employs unique algorithms around truth-value semantics to tailor the difficulty of exercises despite those exercises being randomly generated. This feature makes exercises both effective, akin to hand-written exercise sets, while maintaining scalability with randomly generated exercises across a diverse set of topics.

3.02 Public Benefit

Open Social Resources is designated as a public benefit corporation.

Article IV: Non-profit Nature

4.01 Non-profit Nature

Open Social Resources is organized exclusively for charitable and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. No part of the net earnings of Open Social Resources 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 in the purpose clause hereof.

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

Open Social Resources is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of Open Social Resources of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

4.03 Dissolution

Upon termination or dissolution of the Open Social Resources, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of Open Social Resources hereunder shall be selected by the discretion of a majority of the managing body of Open Social Resources and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against Open Social Resources by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Michigan.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Michigan to be added to the general fund.

4.03 Prohibited Distributions

No part of the net earnings, or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 in [Article III, Section 3.01](#).

4.04 Restricted Activities

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

4.05 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) 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 V. Board of Directors

5.01 Governance

Open Social Resources shall be governed by its board of directors.

5.02 Initial Directors

The initial directors of the corporation shall be as follows:

- Mohammed Abouzahr, President
- Kyle Verge, President
- Jaquelyn Olson, Treasurer
- Andres Barrett, Secretary
- Hanaan Abouzahr

Article VI. Membership

6.01 Membership

Open Social Resources shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

Article VII. Amendments

7.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

Article VIII. Addresses of the Corporation

8.01 Corporate Address

The physical address of the corporation is:

2835 Kimberley Rd.
Ann Arbor, MI 48105

The mailing address of the corporation is the physical address of the corporation.

Article IX. Appointment of Registered Agent

9.01 Registered Agent

The registered agent of the corporation shall be:

Mohammed Abouzahr
2835 Kimberley Rd.
Ann Arbor, MI 48105

Article X. Incorporators

The incorporators of the corporation are as follows:

Mohammed Abouzahr
2835 Kimberley Rd.
Ann Arbor, MI 48105

Kyle Verge



Jaquelyn Olson



Andrew Barrett



Hanaan Abouzahr



Certificate of Adoption of Articles of Incorporation

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of Open Social Resources were approved by the board of directors on October 12th, 2020 and constitute a complete copy of Articles of Incorporation of Open Social Resources.

DocuSigned by:



10/12/2020

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Mohammed Abouzahr, President

Date

DocuSigned by:



10/12/2020

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Kyle Verge, Vice President

Date

DocuSigned by:



10/12/2020

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Jacquelyn Olson, Treasurer

Date

DocuSigned by:



10/12/2020

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Andrew Barrett, Secretary

Date

DocuSigned by:



10/12/2020

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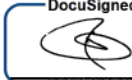
Hanaan Abouzahr

Date

Acknowledgement of consent to appointment as registered agent

I, Mohammed Abouzahr, agree to be the registered agent for Open Social Resources as appointed herein.

DocuSigned by:



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Mohammed Abouzahr

10/12/2020

Date