

Non-Profit Corporation Articles
ARTICLES OF INCORPORATION
OF
University Impact

We, the undersigned natural persons all being of the age of eighteen years or more, acting as incorporators under the Utah Revised Nonprofit Corporation Act, adopt the following Articles of Incorporation for such Corporation:

Article I
Name

The name of the corporation is University Impact

Article II
Purpose

Univeristy Impact has three purposes: (1) advising social impact organizations, (2) providing internship experience to university students interested in social impact, and (3) advising universities in their social impact programs.

To engage in any and all other lawful purposes, activities and pursuits, which are substantially similar to the foregoing and which are or may hereafter be authorized by Section 501(c)(3) of the Internal Revenue Code and are consistent with those powers described in the Utah Nonprofit Corporation and Cooperation Association Act, as amended and supplemented.

Article III
Name and Address of Registered Agent

The address of the corporation's initial registered office shall be:

3655 Foothill Drive
Provo, UT 84604

The corporation's initial registered agent at such address shall be:

Aaron Michael Miller



Article IV
Names and Addresses of Incorporators

The name(s) and address(es) of the incorporators are:

Incorporator #1
Aaron Michael Miller
3655 Foothill Drive
Provo, UT 84604
Aaron Miller (POA or AIF)
Signature

In Witness Whereof I / We have executed these Articles of Incorporation on 16 May, 2017 and say:

That they are all incorporators herein; that they have read the above and foregoing Articles of Incorporation; know the contents thereof and that the same is true to the best of their knowledge and belief, excepting as to matters herein alleged upon information and belief and as to those matters they believe to be true.

Article V
Members

The nonprofit corporation will not have voting members

Article VI
Shares

The nonprofit corporation will not issue shares evidencing membership or interests in water or other property rights.

Article VII

Directors/Trustees

The name(s), address(es) and signature(s) of the director(s)/trustee(s) are:

Director #1
Todd Manwaring
1714 N 2000 W
Provo, UT 84604
Aaron Miller (POA or AIF)
Signature



Director #2
Aaron Michael Miller
3655 Foothill Drive
Provo, UT 84604

Aaron Miller (POA or AIF)
Signature



Director #3
Kurt Brown
1747 Yarrow Drive
Mapleton, UT 84664
Aaron Miller (POA or AIF)
Signature



Article VIII

The period of duration of this corporation is perpetual

Article IX

Principal Place of Business

The street address of the principal place of the business is:

5314 River Run Dr, Suite 300
Provo, UT, 84604

Article X

Restrictions on Powers

Notwithstanding any other provision of these Articles of Incorporation: a. No part of the Corporation's net earnings shall inure to the benefit of, or be distributable to, its directors, 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 Article II. b. 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 or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. c. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (1) by an organization exempt from federal income tax under tax section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code, or (2) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code. d. Upon the Corporation's dissolution, all of its assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended, 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.

Article XI

Elimination of Director Liability

The personal liability of any director to the Corporation for monetary damages for any action taken or any failure to take any action, as a director, is hereby eliminated to the fullest extent permitted by Utah Code Annotated § 16-6a-823. If Utah Code Annotated § 16-6a-823 or this Article is repealed or amended to decrease or limit the protection against personal liability afforded the Corporation's directors pursuant to this Article, such repeal or amendment shall not be retroactively applied in determining a director's personal liability for monetary damages for any action taken or any failure to take any action prior to the effective date of such repeal or amendment.

Under GRAMA (63-2-201), all registration information maintained by the Division is classified as public record. For confidentiality purposes, the business entity physical address may be provided rather than the residential or private address of any individual affiliated with the entity.



GARY R. HERBERT
Governor

SPENCER J. COX
Lieutenant Governor

State of Utah
Department of Commerce

FRANCINE A. GIANI
Executive Director

THOMAS A. BRADY
Deputy Director

DANIEL O'BANNON
Director, Division of Consumer Protection

10375072-0140

May 4, 2017

AARON MILLER
3655 FOOTHILL DR
PROVO UT 84604

Email: aaronmiller@mac.com

RE: University Impact

Dear Mr. Miller:

Based on the representations made that the entity does not conduct educational activities under the *Utah Postsecondary Proprietary School Act*, ("Act") in the state of Utah, the Division of Consumer Protection, pursuant to U.C.A. §§16-6a-401, 16-10a-401, 16-11-16, 42-2-6.6, 48-2a-102, 48-2c-106, hereby awards its written consent to use the above referenced name, subject to its availability and approval by the Division of Corporations & Commercial Code.

A copy of this letter should be filed with the Utah Department of Commerce, Division of Corporations & Commercial Code at the time you file the documents to organize your company. The original should be retained for your records.

Please be advised, if the business activities of your organization change at any time to include a focus on postsecondary education or training pursuant to the Act, additional registration with this office would then be required.

Should you have any questions, please contact our office.

Sincerely,

Marla Winegar, Manager
Utah Division of Consumer Protection
mwinegar@utah.gov

INTERNAL REVENUE SERVICE
P. O. BOX 2508
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: **NOV 29 2018**

UNIVERSITY IMPACT
3507 N UNIVERSITY AVE STE 250
PROVO, UT 84604

Employer Identification Number:
82-1504018
DLN:
17053135319018
Contact Person: SHERRY Q WAN ID# 31052
Contact Telephone Number:
(877) 829-5500
Accounting Period Ending:
December 31
Public Charity Status:
170(b)(1)(A)(vi)
Form 990/990-EZ/990-N Required:
Yes
Effective Date of Exemption:
May 16, 2017
Contribution Deductibility:
Yes
Addendum Applies:
No

Dear Applicant:

We're pleased to tell you we determined you're exempt from federal income tax under Internal Revenue Code (IRC) Section 501(c)(3). Donors can deduct contributions they make to you under IRC Section 170. You're also qualified to receive tax deductible bequests, devises, transfers or gifts under Section 2055, 2106, or 2522. This letter could help resolve questions on your exempt status. Please keep it for your records.

Organizations exempt under IRC Section 501(c)(3) are further classified as either public charities or private foundations. We determined you're a public charity under the IRC Section listed at the top of this letter.

If we indicated at the top of this letter that you're required to file Form 990/990-EZ/990-N, our records show you're required to file an annual information return (Form 990 or Form 990-EZ) or electronic notice (Form 990-N, the e-Postcard). If you don't file a required return or notice for three consecutive years, your exempt status will be automatically revoked.

If we indicated at the top of this letter that an addendum applies, the enclosed addendum is an integral part of this letter.

For important information about your responsibilities as a tax-exempt organization, go to www.irs.gov/charities. Enter "4221-PC" in the search bar to view Publication 4221-PC, Compliance Guide for 501(c)(3) Public Charities, which describes your recordkeeping, reporting, and disclosure requirements.