

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
CORPORATION BUREAU
401 NORTH STREET, ROOM 206
P.O. BOX 8722
HARRISBURG, PA 17105-8722
WWW.CORPORATIONS.STATE.PA.US/CORP

The Press Club Serving the Philadelphia Suburbs

THE CORPORATION BUREAU IS HAPPY TO SEND YOU YOUR FILED DOCUMENT. THE CORPORATION BUREAU IS HERE TO SERVE YOU AND WANTS TO THANK YOU FOR DOING BUSINESS IN PENNSYLVANIA.

IF YOU HAVE ANY QUESTIONS PERTAINING TO THE CORPORATION BUREAU, PLEASE VISIT OUR WEB SITE LOCATED AT WWW.CORPORATIONS.STATE.PA.US/CORP OR PLEASE CALL OUR MAIN INFORMATION TELEPHONE NUMBER (717)787-1057. FOR ADDITIONAL INFORMATION REGARDING BUSINESS AND / OR UCC FILINGS, PLEASE VISIT OUR ONLINE "SEARCHABLE DATABASE" LOCATED ON OUR WEB SITE.

ENTITY NUMBER: 3898096

Donald J Weiss Esquire PC
6 Hilloch Lane
Chadds Ford, PA 19317

ARTICLES OF INCORPORATION

OF

THE PRESS CLUB SERVING THE PHILADELPHIA SUBURBS

In compliance with the requirements of 15 Pa. C.S.A. §5306 (relating to articles of incorporation) the undersigned, desiring to incorporate a nonprofit corporation, hereby states that:

1. The name of the corporation is: **The Press Club Serving the Philadelphia Suburbs.**
2. The location and post office address of the initial registered office of the corporation in the Commonwealth is: **26 West Chester Pike, Havertown, Delaware County, PA 19083.**
3. The corporation is incorporated under the Nonprofit Corporation Law of 1988 of the Commonwealth of Pennsylvania for the following purpose or purposes:

The corporation is formed exclusively for charitable purposes, as defined and limited by Section 501 (c) (3) of the Internal Revenue Code of 1958 (the "Code") (or the corresponding provision of any future United States Internal Revenue Law) to act for the following purposes:

- (i) As a non profit organization;
- (ii) As a non-profit organization organized to promote educational growth and professional development of its members; to enhance the understanding, appreciation and importance of the diverse fields of communications among its members and the general public; to encourage students in public and private schools and colleges to enter the communications field; to improve ethical standards of all members; to engage in board approved projects designed to raise funds for scholarships; to foster personal, professional and social relationships among its members.
- (iii) For any other purpose which a non-profit organization may act.

The corporation does not contemplate pecuniary gain or profit, incidental or otherwise. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any director, officer or other private person, 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 of the corporation set forth in paragraph a. of this Article 3.

- c. No substantial part of the activities of the corporation shall be the carrying on of the 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.

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Commonwealth of Pennsylvania
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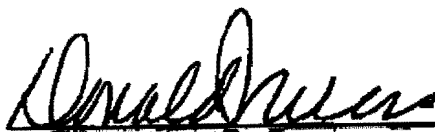


- d. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on
- (i) by a corporation exempt from Federal income tax under Section 501 (a) of the Code as an organization described in Section 501(c)(3) of the Code (or the corresponding provision of any future United States Internal Revenue Law) or
 - (ii) by a corporation, contributions to which are deductible under Section 170 (a) of the Code as an organization described in Section 170(c)(2) of the Code (or the corresponding provision of any future United States Internal Revenue Law).
- e. Upon the dissolution of the corporation the governing board of the corporation shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for open space or land conservation, charitable, educational or scientific purposes, as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code (or the corresponding provisions of any future United States Internal Revenue Law), as the governing board of the corporation shall determine; provided, however, that the governing board shall, to the extent permitted by law, give preference in the disposition of such assets to an organization which has a purpose similar to that set forth in Paragraph a. above so long as such organization is organized and operated exclusively for such purposes and so qualifies as such an exempt organization. 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.
- f. Notwithstanding any other provisions in these articles, at all times when the corporation is a private foundation within the meaning of Section 509 of the Code, it shall be subject to the following additional restrictions:
- (i) It shall distribute its income at such times and in such manner as not to subject it to any tax under Section 4942 of the Code.
 - (ii) It shall not engage in any act of self-dealing as defined in Section 4941 (d) of the Code.
 - (iii) It shall not retain excess business holdings as defined in Section 4943 (c) of the Code.

- (iv) It shall not make any investments as would subject it to tax under Section 4944 of the Code.
 - (v) It shall not make any taxable expenditure as defined in Section 4945 (d) of the Code.
4. The corporation is to exist for a perpetual term.
 5. The corporation is organized upon a non-stock basis.
 6. The Officers of the Corporation may consist of a President, one or more Vice Presidents, a Secretary, a Treasurer, and such other Officers and Assistant Officers as may be provided for in the Bylaws or by resolution of the Board of Directors. Each Officer shall be elected by majority vote of the Board of Directors (and may be removed by majority vote of the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws or by law.
 7. The name and post office address of the incorporators are:

Donald J. Weiss, Esquire - 6 Hilloch Lane, Chadds Ford, PA 19317
 8. The Incorporator shall adopt the Bylaws on behalf of the corporation.
 9. These articles may be amended by a seventy-five percent (75%) approval of the entire Board of Directors only upon ninety (90) days written notice of the exact change/modification to include a summary of the purpose of the change/modification.
 10. The Corporation shall indemnify each Director and Officer, including former Directors and Officers, to the fullest extent allowed by law. It is intended that the Corporation be an organization the Directors and Officers of which are immune from civil liability to the extent provided under the laws of the Commonwealth of Pennsylvania.
 12. All conditions, qualifications, requirements, privileges and regulations regarding the governing board of the corporation shall be fixed and governed by the Bylaws of the Corporation which may be altered, amended or rescinded by a majority vote of the Board of Directors.

IN TESTIMONY WHEREOF, the Incorporator has signed these Articles of Incorporation this 8th day of July, 2009.


Donald J. Weiss, Esquire
Incorporator

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

DEPARTMENT OF THE TREASURY

Date: **IAN 17 2012**

THE PRESS CLUB SERVING THE
PHILADELPHIA SUBURBS
26 WEST CHESTER PIKE PO BOX 1246
HAVERTOWN, PA 19382

Employer Identification Number:
45-3649104
DLN:
17053327342031
Contact Person:
EDWARD S SCHLAACK ID# 31536
Contact Telephone Number:
(877) 829-5500
Accounting Period Ending:
April 30
Public Charity Status:
170(b)(1)(A)(vi)
Form 990 Required:
Yes
Effective Date of Exemption:
July 27, 2009
Contribution Deductibility:
Yes
Addendum Applies:
No

Dear Applicant:

We are pleased to inform you that upon review of your application for tax exempt status we have determined that you are exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code. Contributions to you are deductible under section 170 of the Code. You are also qualified to receive tax deductible bequests, devises, transfers or gifts under section 2055, 2106 or 2522 of the Code. Because this letter could help resolve any questions regarding your exempt status, you should keep it in your permanent records.

Organizations exempt under section 501(c)(3) of the Code are further classified as either public charities or private foundations. We determined that you are a public charity under the Code section(s) listed in the heading of this letter.

Please see enclosed Publication 4221-PC, Compliance Guide for 501(c)(3) Public Charities, for some helpful information about your responsibilities as an exempt organization.

Letter 947 (DO/CG)