ARTICLES OF INCORPORATION
OF
DYRK1A SYNDROME US

ARTICLE I.

NAME OF CORPORATION

1.01 Name. The name of the corporation shall be DYRK1A Syndrome US

ARTICLE II.

DURATION OF CORPORATION

2.01 Duration. The period of duration of the corporation is perpetual.

ARTICLE III.

PURPOSE AND POWERS OF CORPORATION

3.01 Purpose.

DYRK1A Syndrome US is a Mississippi non-profit corporation and shall be operated exclusively for education, charitable, and research purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding sections of any future Federal Tax Code.

DYRK1A Syndrome Association’s purpose is:

(a) The Corporation’s main purpose is to improve the quality of life for those affected by DYRK1A Syndrome. Through support, education, research and collaboration we are working to improve family life, daily living and clinical care for those with DYRK1A Syndrome. In doing so, we also improve the lives of their caregivers and their families.

(b) To accomplish the above, we are dedicated to increasing the amount of medical and scientific information, knowledge, and literature on DYRK1A that is available to physicians, pediatricians, family practice, and specific specialty communities of physicians, caregivers, families and the general public.

(c) The Corporation is also dedicated to making the general public aware of the symptoms of DYRK1A and to encourage parents to have children evaluated and tested early in their lives, if there is any indication that a child might be affected with DYRK1A Syndrome.

(d) The Corporation is also dedicated to becoming a single comprehensive information source for medical practitioners with information as to the locations of bodies of medical information on DYRK1A Syndrome and places that significant work is being accomplished on DYRK1A Syndrome and locations where exceptional quality of care is
being delivered for patients with DYRK1A Syndrome, old and new pharmaceuticals, locations of various types of special education and training for those with DYRK1A Syndrome, day to day methodology of care for those with DYRK1A Syndromes, providing examples of what may be expected in the future with those affected by DYRK1A Syndrome, and establishing a place for DYRK1A caregivers to have abilities to seek education and research, exchange information and generally discuss the syndrome with individuals with the syndrome pertaining to pharmaceuticals, physicians, research, private foundation and governmental programs and assistance, and virtually all other related topics.

(e) The Corporation intends to raise awareness of DYRK1A Syndrome and its care in the general public to raise public interest in dealing with DYRK1A Syndrome and raising funds for research and treatment.

(f) The Corporation intends to educate the public about DYRK1A Syndrome and proper ways of interacting with those affected by DYRK1A Syndrome for the comfort of the individual affected by the syndrome and the general public, itself.

(g) The Corporation will share information with similar organizations dedicated to research, education, and charitable purposes for other related gene defects.

(h) The Corporation will share information with similar organizations internationally to further its herein stated purposes.

(i) The Corporation shall have a purpose of doing of any and all things necessary or incident to the accomplishment of all such herein stated purposes.

3.02 Powers.

The Corporation shall have the power, directly or indirectly, alone or in conjunction or cooperation with others, to do any and all lawful acts which may be necessary or convenient to affect the charitable purposes for which the Corporation is organized and to aid or assist other organizations or persons whose activities further accomplish, foster, or attain such purposes. The powers of the Corporation may include, but not be limited to, the solicitation and acceptance of contributions from the public and private sectors, whether financial or in-kind contributions, for community education, centralization of information sources, research, and general and administrative expenses of the Corporation.

The Corporation is organized exclusively for charitable, educational, and research purposes, within the meaning of Section 501 (c) 3 of the IRS Code, as now enacted or hereafter amended, including, the accomplishment of the purposes set forth in Section 3.01, hereof, above.
3.03 Non-Profit Nature.

The corporation is organized exclusively for charitable, educational, and research purposes, within the meaning of Section 501 (c) 3 of the IRS Code, as now enacted or hereafter amended, including, for such purposes as described in the Section 3.01, “Purpose”, above, and is not intended to make profits nor distribute revenues.

3.04 Limitations.

At all times the following shall operate as conditions restricting the operations and activities of the Corporation:

(a) No part of the net earnings of the Corporation shall inure to any member of the Corporation not qualifying as exempt under Section 501 (c) 3 of the Internal Revenue Service Code of 1986, as now enacted or hereafter amended, nor to any Director or Officer of the Corporation, nor to any other private individual, excepting solely such reasonable compensation that the Corporation shall pay for services actually rendered to the Corporation, or allowed by the Corporation as a reasonable allowance for authorized expenditures incurred on behalf of the Corporation.

(b) No substantial part of the activities of the Corporation shall constitute the carrying on of the propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the Corporation shall not participate in or intervene in by any means, including distribution of statements or publications in any political campaign on behalf of, or in opposition to, any candidate for public office.

(c) Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501 (c) 3 of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

(d) The Corporation shall not lend any of its assets to any Officer or Director of this Corporation, unless such loan program is regularly conducted as part of the activities of the organization and the qualification of the individual to participate in the same is determined by a panel comprised solely of non-Board members, or guarantee to any person the payment of a loan by an officer or director of this Corporation.
ARTICLE IV.

DISSOLUTION OF CORPORATION

4.01 Dissolution.

Upon the time of dissolution of the Corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the Corporation, 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 any federal government, or to a state of 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.

ARTICLE V.

BOARD OF DIRECTORS

5.01 Governance.

DYRK1A Syndrome US shall be governed by a Board of Directors.

6.02 Initial Directors.

The initial Directors of the Corporation shall be:

Amy Clugston
1745 Lorna Lane
Otsego, Michigan 49078

Adrianne Apodaca
5283 Belle Star Drive
Colorado Springs, Colorado 80922

Ted Hans III
213 Dripping Springs Drive
Edmond, Oklahoma 73034
ARTICLE VI.

MEMBERSHIP

6.01 Membership

DYRK1A Syndrome US shall have no Members. The management of the affairs of the Corporation shall be vested in a Board of Directors, as set forth in the Corporation’s By-Laws.

ARTICLE VII.

AMENDMENTS

7.01 Amendments

Amendments to the Articles of Incorporation may be adopted by approval of four-fifths (4/5) of the Board of Directors.

ARTICLE VIII.

ADDRESSES OF THE CORPORATION

8.01 Corporate Address

(a) The physical address of the Corporation is:

    1745 Lorna Lane
    Otsego, Michigan 49078
(b) The mailing address of the Corporation is:

1745 Lorna Lane
Otsego, Michigan 49078

ARTICLE IX.

APPOINTMENT OF REGISTERED AGENT

9.01 The Initial Registered Agent of the corporation shall be: Christopher Alan Gillespie; 27 Crescent Ridge Road, Hattiesburg, Mississippi 39402; email address: labman1014@comcast.net.

ARTICLE X.

INCORPORATORS

10.01 The incorporators of the Corporation are as follows:

Amy Clugston
1745 Lorna Lane
Otsego, Michigan 49078

Signed, this the __8__th day of January 2019

George E. Gillespie, Jr.
Attorney at law
Condominium Unit 23
25773 Canal Road
Orange Beach, Alabama 36561
Incorporator