

LLC

**ARTICLES OF ORGANIZATION
OF
The Give Initiative LLC**

The undersigned person(s) do hereby adopt the following Articles of Organization for the purpose of forming a Utah Limited Liability Company.

Article I

The name of the limited liability company is to be The Give Initiative LLC

Article II

The purpose or purposes for which the company is organized is to engage in:

Organized exclusively for charitable purposes, including, facilitating a way to anonymously give financial aid to other individuals, and the making of distributions to organizations that qualify as a 501(c)(3) organization of the IRS Code.

The Company shall further have unlimited power to to engage in or to perform any and all lawful acts pertaining to the management of any lawful business as well as to engage in and to do any lawful act concerning any and all lawful business for which a Limited Liability Company may be organized under the Utah Limited Liability Company Act and any amendments thereto.

Article III

The Company shall continuously maintain an agent in the State of Utah for service of process who is an individual residing in said state. The name and address of the initial registered agent shall be:

(Registered Agent Name & Address)
Dustin Lawrence Goldman
1258 W. 8830 S.
West Jordan, UT, 84088

ACCEPTANCE OF APPOINTMENT:

Dustin Lawrence Goldman
Registered Agent Signature

The Director of the Division of Corporations and Commercial Code of the Department of Commerce for the State of Utah is appointed the registered agent of the Company for the service of process if the registered agent has resigned, the registered agent's authority has been revoked, or the registered agent cannot be found or served with the exercise of reasonable diligence.

Article IV

Name, Street address & Signature of all members/managers

Member #1

Dustin Lawrence Goldman
1258 W. 8830 S.
West Jordan, UT 84088
Dustin Lawrence Goldman (POA or AIF)
Signature

Member #2

Sam Anderson
920 E. 350 S.
Kaysville, UT 84037
Dustin Lawrence Goldman (POA or AIF)
Signature

Member #3

Adam Anderson
896 N. 600 E.
Bountiful, UT 84010
Dustin Lawrence Goldman (POA or AIF)
Signature

Member #4

Bradley D. Serafine
241 N. Michigan St. #4
Lawrence, KS 66044
Dustin Lawrence Goldman (POA or AIF)
Signature

Member #5

Scott Adamson
542 E. 900 N.
Bountiful, UT 84010
Dustin Lawrence Goldman (POA or AIF)
Signature

DATED 23 February, 2009.

Article V

Management statement

This limited liability company will be managed by its Members

Article VI

Address of the designated office
896 N. 600 E.
Bountiful, UT 84010

Article VII

The Company shall keep at its designated office or a statement that the company's registered office shall be its designated office, which records include, but are not limited to the following:

Article VII.1

A current list, in alphabetical order, of the names and current business street address of each Organizer who is not a member or manager.

Article VII.2

A copy of the stamped Articles of Organization and all certificates of amendment thereto.

Article VII.3

Copies of all tax returns and financial statements of the Company for the past 3 years. A Limited Liability Company is also required to maintain copies of financial statements, if any, for the three most recent years, as well as a copy of the operating agreement.

Article VIII

The street address of the principal place of business is:

896 N. 600 E.
Bountiful, UT 84010

Article IX

The duration of the company shall be 99 years

Article X **PURPOSES**

(a) The Corporation is organized as a nonprofit corporation and shall be operated exclusively for educational and charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code. (i) 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 persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the Corporation and to make payments and distributions in furtherance of the purposes set forth herein; (ii) 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 any candidate for public office except as authorized under the Internal Revenue Code of 1954, as amended; (iii) 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 1954, as amended (or the corresponding provision of any future United States Internal Revenue law). (b) To act and operate exclusively as a nonprofit corporation pursuant to the laws of the State of Utah. (c) To solicit and receive contributions, to make contracts, to invest corporate funds, to

spend corporate funds for purposes, and to engage in any activity in furtherance of, incidental to, or connected with any of the other purposes. (d)Such other powers as may be exercised by nonprofit organizations under the applicable laws of the State of Utah and are consistent with those powers described in the Utah Nonprofit Corporation and Cooperation Association Act, as amended and supplemented.

Article XI **DISSOLUTION**

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, as amended or supplemented, 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 the District Court of the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.



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.