

The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the laws of the state of Wisconsin, do hereby certify:

1. Name

The name of the Corporation shall be the MKE Hubs Foundation, Inc.” (the “Corporation”).

2. Places of Business

The principal office of the Corporation is to be located in the City of Milwaukee, Milwaukee County, Wisconsin.

3. Purpose

The Corporation is organized and shall be operated exclusively for charitable and educational purposes including, for such purposes, the solicitation and receipt of charitable donations and the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Specifically, the corporation will support public programming and community-based facilities for the recreation and benefit of older adults and residents with disabilities in Milwaukee County, Wisconsin.

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 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 herein. 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 or in opposition to any candidate for public office.

The Corporation may make distributions or other payments under subsections 3 and 4 of Section 181.1302 of the Wisconsin Nonstock Corporation Law to the extent consistent with its purposes as described herein.

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.

4. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors. The method of electing directors of the Corporation shall be stated in the bylaws of the Corporation. The number of directors shall be fixed by the bylaws of the Corporation, but the number of directors shall not be less than three.

5. Members

The Corporation shall have no members. The management of the affairs of the Corporation shall be vested in its board of directors, as defined by the Corporation's bylaws.

6. Dissolution

Upon the dissolution of the corporation, after payment of debts and liabilities, assets shall be distributed 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 Milwaukee County for a public purpose. Any such assets not so 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.

7. Principal Office and Registered Agent

The name and address of the incorporator of the corporation is:

Name:

In witness whereof, we have hereunto subscribed our names, this \_\_\_\_ day of June, 2025.