

INTERNATIONAL OPEN PUBLIC DIGITAL LIBRARY (IOPDL), Inc.

ARTICLES OF INCORPORATION

**ARTICLE I
NAME**

The name of this corporation is International Open Public Digital Library (IOPDL), Inc. (the "Corporation").

**ARTICLE II
REGISTERED AGENT AND OFFICE**

The address of the Corporation's registered office in the State of Illinois is 313 N. Mattis Ave. Suite 117 Champaign, IL USA 61821. The name of its registered agent is Michael Berl.

**ARTICLE III
PURPOSES**

The Corporation shall be a nonprofit corporation.

The Corporation is organized and operated exclusively for charitable, scientific, and educational purposes that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The Main purpose for which this corporation is organized is to make collections freely accessible to the universal public, by providing a single international digital library platform, and providing the multilingual service. The Specific purposes for which this corporation is organized and operated include, but are not limited to: (i) provide a single portal for collections of cooperating libraries for the widest public to access, by improving interoperability between various metadata standards used by the libraries, (ii) provide a multilingual service for the linguistic diversity of the public to find, explore, access, and work with the multilingual collections, by improving interoperability between languages, (iii) enlarge educational opportunities for the public, by developing a life-long learning center, (iv) improve efficiency and effectiveness in share, access, and (re)use of the world digital infrastructure, by saving cost, (v) accept donations and contributions of money, property, or digital resources from governments, cooperating libraries, or others, by examining they are exclusively for charitable, scientific, or educational purposes, (vi) maintain and monitor the use of funds received by the corporation to assure that the funds are used in conformity with the intended purposes, and (vii) engage in any lawful act or activity under the laws of Illinois State.

**ARTICLE IV
LIMITATIONS ON ACTIVITY**

- A. No the corporation shall ever participate or intervene in any political campaign on behalf of (or in opposition to) any candidate for local, state, or federal office;

- B. Pursuant to the prohibition contained in Section 501(c)(3) of the Internal Revenue Code, no part of the net earnings and assets of the Corporation shall ever inure to the benefit of, or be distributable to any Board of Directors, 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 the Articles of Incorporation;
- C. No part of the assets or net earnings of the Corporation shall ever be used, nor shall the Corporation ever be organized or operated, for purposes that are not exclusively charitable, educational, scientific, research, environmental, religious, or literary within the meaning of Section 501(c)(3) of the Internal Revenue Code;
- D. No substantial part of the activities of this corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation; nor shall the corporation engage in activities that are illegal or violate fundamental public policy;
- E. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code, or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE V LIMITATION ON PERSONAL LIABILITY

In the event of a liquidation of this corporation, all corporate assets shall be disposed of in such a manner as may be directed by decree of the superior court for the county in which the corporation has its principal office, on petition therefore by the Attorney General or by any person concerned in the dissolution, in a proceeding to which the Attorney General is a party.

No officer or director of this corporation shall be personally liable for the debts or obligations of International Open Public Digital Library (IOPDL) Inc. of any nature whatsoever, nor shall any of the private property, both real and personal, of the members of the Board of Directors and the officers of the Corporation be subject to the payment of corporate debts to any extent whatsoever.

ARTICLE VI DISSOLUTION

Upon the dissolution or winding up of the corporation, any assets remaining after payment of, or provision for payment of, all debts and liabilities shall be distributed to the federal government, or to a state or local government, for a public purpose, or to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable, educational and/or

scientific purposes, which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code, or for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE VII DURATION

The period of duration of the Corporation is perpetual.

ARTICLE VIII BYLAWS

The internal affairs of the Corporation shall be regulated by the Bylaws, and the Board of Directors shall supervise the management of the business and affairs of the Corporation in accordance with the Bylaws. The power to amend or repeal the Bylaws shall be vested in the Board of Directors except to the extent otherwise provided in the Bylaws.

ARTICLE IX MEMBERSHIP

The Corporation shall have no members.

ARTICLE X STOCK

The Corporation shall have no capital stock and shall have no authority to issue capital stock.

ARTICLE XI DIRECTORS

The affairs of the Corporation shall be managed by the Board of Directors. A Chairperson of the Board of Directors specified in the bylaws is responsible for ensuring that the Board of Directors, Directors, Staff, Graduate/Research Assistants, and volunteers are aware of and fulfill their governance responsibilities, and comply with applicable laws and bylaws. The Board of Directors shall have all powers necessary or appropriate for the administration of the affairs of the Corporation, and may perform all acts in furtherance thereof as are not forbidden to the Directors by law, this Articles of Incorporation, or the Bylaws. The manner of election or appointment of Directors shall be provided in the Bylaws. The number of members of Directors shall be set in the manner provided in the Bylaws, but in no event shall there be fewer than three Directors based on the Illinois Statute law.

In witness whereof, the initial Board of Directors are named and signed in these Articles of Incorporation of INTERNATIONAL OPEN PUBLIC DIGITAL LIBRARY, Inc. on October , 2015.

Director Name and Signature	Street Address	City	State	Zip Code

**ARTICLE XII
INCORPORATORS**

The name and address of the Incorporator is as follows:

Names	Post office Address
(Boaz) Sunyoung Jin	1810 Shadowlawn Dr, Champaign IL 61820

The undersigned incorporator hereby declares, under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

Dated: November , 2015

(Boaz) Sunyoung Jin
Incorporator