

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
CORPORATION BUREAU
206 NORTH OFFICE BUILDING
P.O. BOX 8722
HARRISBURG, PA 17105-8722
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earthMed

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ENTITY NUMBER: 3755272

Schonder, Louis
106 Ardsley Road
Upper Darby, PA 19082

**PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU**

Articles of Incorporation-Nonprofit

(15 Pa.C.S.)

- Domestic Nonprofit Corporation (§ 5306)
 Nonprofit Cooperative Corporation (§ 7102B)

Name Louis William Schonder, Jr.		
Address 106 Ardsley Road		
City Upper Darby, PA	State 19082	Zip Code 1504

Document will be returned to the name and address you enter to the left.



Commonwealth of Pennsylvania
ARTICLES OF INCORPORATION-NON-PROFIT 6 Page(s)

Fee: \$125



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In compliance with the requirements of the applicable provisions (relating to articles of incorporation or cooperative corporations generally), the undersigned, desiring to incorporate a nonprofit/nonprofit cooperation corporation, hereby state(s) that:

1. The name of the corporation is:
earthMed

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:

(a) Number and Street	City	State	Zip	County
106 Ardsley Road, Upper Darby, PA	19082-1504	Delaware	County	

(b) Name of Commercial Registered Office Provider County
c/o:

3. The corporation is incorporated under the Nonprofit Corporation Law of 1988 for the following purpose or purposes.
See attached document for statement of purpose and additional provisions.

4. The corporation does not contemplate pecuniary gain or profit, incidental or otherwise.

PA DEPT. OF STATE

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PA DEPT. OF STATE

SEP 12 2007

5. Check one of the following:

The corporation is organized on a non-stock basis.

Option for Nonprofit Cooperative Corporation Only: The corporation is organized on a stock share basis.

6. For Nonprofit Corporation Only:

(Strike out if inapplicable): The corporation shall have no members.

(Strike out if inapplicable): ~~The incorporators constitute a majority of the members of the committee authorized to incorporate: _____ by the requisite vote required by the organic law of the association for the amendment of such organic law.~~

7. For Nonprofit Cooperative Corporation Only:

~~Complete and strike out the inapplicable term: The corporation is a cooperative corporation and the common bond of membership among its (members) (shareholders) is: _____.~~

8. The name(s) and address(es) of each incorporator(s) is (are) (all incorporators must sign below):

Name(s) Address(es)

Louis W. Schonder, Jr. 106 Ardsley Road, Upper Darby, PA 19082-1504

9. The specified effective date, if any, is:

July 1st, 2007

month day year hour, if any

10. Additional provisions of the articles, if any, attach an 8½ x 11 sheet.

IN TESTIMONY WHEREOF, the incorporator(s) has/have signed these Articles of Incorporation this

31 day of August,

2007.

Louis W. Schonder, Jr.

Signature

Signature

Signature

ARTICLES OF INCORPORATION
OF
EARTHMED

In compliance with the requirements of the applicable provisions relating to articles of incorporation, the undersigned, desiring to incorporate a nonprofit corporation, hereby states that:

ARTICLE I

The name of the corporation is earthMed.

ARTICLE II

The period of its duration shall be perpetual.

ARTICLE III

The corporation is organized exclusively for charitable, scientific, literary or educational purposes as specified in Section 501(c)(3) of the Internal Revenue Code or the corresponding section any future federal tax code, including, for such purposes, but not limited to, medical relief. 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.)

ARTICLE IV

The corporation shall be prohibited from engaging in any regular business or activity of a kind ordinarily carried on for profit, and no part of the income or net earnings of the corporation shall inure to the benefit of, or be distributable to, any member, director, or officer of the corporation or to any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes, and reimbursement may be made for any expenses incurred for the corporation by any officer, director, member, agent or employee, or any other person or corporation, pursuant to and upon authorization of the Board of Directors); and provided further that in the event of dissolution of the corporation the property

and assets thereof remaining after providing for all obligations shall then be distributed only to such organization or organizations exempt from taxation pursuant to section 501 (c) of the Internal Revenue Code of 1986 (or any subsequent statutory provision of similar effect) as shall be designated by the Board of Directors.

ARTICLE V

A. No part of the income or net earnings of the corporation shall inure to the benefit of, or be distributable to, any member, director or officer of the corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes, and reimbursement may be made for any expenses incurred for the corporation by any officer, director, agent or employee, or any other person or corporation, pursuant to and upon authorization of the Board of Directors); and provided further that no member, director or officer of the corporation, or any other private individual shall be entitled to share in any distribution of any of the corporate assets on dissolution of the corporation or otherwise. No substantial part of the activities of the corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, except as otherwise provided in section 501(h) of the Code. The corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

B. No part of the assets of the corporation shall inure to the benefit of or be distributable to any organization whose income or net earnings or any part thereof inure to the benefit of any private shareholder or other individual or any substantial part of the activities of which consists of carrying on propaganda or otherwise attempting to influence legislation.

C. Upon dissolution of the corporation, all of its assets shall be paid over or transferred to one or more exempt organizations of the kind described in section 501(c)(3) of the Code.

D. Notwithstanding any other provision hereof, this corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization which is tax exempt under the provisions of section 501(c)(3) of the Code.

E. Notwithstanding any other provision of these Articles during any period that the corporation is a "private foundation" within the meaning of section 509 of the Code, the corporation shall be required to distribute its income for each taxable year of the corporation at such time and in such manner as not to subject the corporation to tax under section 4942 of the Code; and the corporation shall be prohibited from engaging in any act of self-dealing as defined in section 4941(d) of the Code, from retaining any excess business holdings in violation of the provisions of section 4943 (c) of the Code, from making any investments in such manner as to subject the

corporation to tax under section 4944 of the Code, and from making any taxable expenditures as defined in section 4945(d) of the Code.

ARTICLE VI

The corporation shall have no members and all business affairs of the corporation shall be conducted by its Board of Directors.

ARTICLE VII

The address of the initial registered office of the corporation is earthMed, 106 Ardsley Road, Upper Darby, PA 19082-1504, and the name of its initial registered agent at such address is Louis W. Schonder, Jr.

ARTICLE VIII

The number of directors constituting the initial Board of Directors of the corporation is one (1) and the names and address of the person who is to serve as the initial director is:

Louis W. Schonder, Jr.
106 Ardsley Road
Upper Darby, PA 19082-1504

ARTICLE IX

The name and address of the incorporator is:

Louis W. Schonder, Jr.
106 Ardsley Road
Upper Darby, PA 19082-1504

In TESTIMONY WHEREOF, the incorporator has signed these Articles of Incorporation this 31st day of August 2007.

