

Articles of Incorporation of Toastmasters International

Article I: Name

The name of this corporation is Toastmasters International.

Article II: Purpose

This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the California Nonprofit Public Benefit Corporation Law for charitable purposes.

The specific and primary purpose of this corporation is to engage in charitable and educational activities within the meaning of [Section 501,\(c\),\(3\) of the Internal Revenue Code of 1986](#), as amended, or the corresponding provisions of any future United States internal revenue law (the "Code"), by joining its member clubs to provide educational methods, programs, materials, and opportunities that enable the individual members of the clubs to learn and apply the principles and techniques of effective oral communications, leadership, and related subjects, in a manner which provides no pecuniary gain or profit for the individual members of the clubs.

Article III: Limitations

This corporation is organized and operated exclusively for charitable and educational purposes within the meaning of [Section 501,\(c\),\(3\)](#) of the Code. Notwithstanding any other provision of these Articles, this corporation shall not carry on any activities not permitted to be carried on

- (1) by a corporation exempt from federal income tax under [Section 501,\(c\),\(3\)](#) of the Code, or
- (2) by a corporation, contributions to which are deductible under [Sections 170,\(c\),\(2\); 2055,\(a\),\(2\); 2106,\(a\),\(2\),\(A\),\(ii\); 2522,\(a\),\(2\);](#) or [2522,\(b\),\(2\)](#) of the Code.

Except as permitted by law, no substantial part of the activities of this corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall this corporation 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.

Article IV: Property

The property of this corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member (if any) of this corporation, or to the benefit of any private person. Upon the winding up and dissolution of this corporation and after paying or adequately providing for the debts and obligations of this corporation, the remaining assets shall be distributed to a nonprofit fund, foundation, or corporation that is

organized and operated exclusively for charitable purposes, that has established its tax-exempt status under [Section 501.\(c\).\(3\)](#) of the Code, and that would be able to accomplish the general objectives of this corporation.

Article V: Applicable Corporate Law

This corporation elects to be governed by all of the provisions of the Nonprofit Corporation Law of 1980 not otherwise applicable to it under Part 5 thereof.