

# **ARTICLES OF INCORPORATION OF**

## **Coffin-Lowry Syndrome Foundation**

The undersigned, acting as an officer under the Business Corporation under Title 10A of the Code of Alabama, hereby adopts and executes the following Articles of Incorporation.

### **ARTICLE I**

#### **Name**

The name of this corporation is Coffin-Lowry Syndrome Foundation.

### **ARTICLE II**

#### **Duration**

The period of duration of this corporation shall be perpetual.

### **ARTICLE III**

#### **Purposes**

Coffin-Lowry Syndrome Foundation is a nonprofit corporation and shall be operated exclusively for charitable and educational purposes that qualifies as an exempt organization within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. The purpose of the Coffin-Lowry Syndrome Foundation is to provide support for families, caregivers, relatives, educators and medical professionals affected by, or working with, individuals diagnosed with Coffin-Lowry Syndrome (CLS).

### **ARTICLE IV**

#### **Powers**

This corporation shall have the power to do all lawful acts or things necessary, appropriate or desirable to carry out and in furtherance of its purposes described in Article III which are consistent with the Title 10A – Alabama Business and Nonprofit Entities Code and Section 501(c)(3) of the Internal Revenue Code.

### **ARTICLE V**

#### **Influence Legislation**

No substantial part of the activities of this corporation shall be devoted to attempting to influence legislation by propaganda or otherwise, and the corporation shall not participate in, or intervene in

(including the publication or distribution of statements with respect to) any political campaign on behalf of or in opposition to any candidate for public office.

## **ARTICLE VI**

### **Corporate Address**

The address of the corporation is 159 Knockash Hill, Madison AL 35756.

## **ARTICLE VII**

### **Registered Agent**

The registered agent of the corporation shall be Theresa R. Moxley. The address of the registered agent of this corporation is 159 Knockash Hill, Madison AL 35756. The written consent of such person to serve as a registered agent is attached hereto as Exhibit A.

## **ARTICLE VIII**

### **Board of Directors**

Coffin-Lowry Syndrome Foundation shall be governed by its Board of Directors. The number of directors, and the method of selecting directors, shall be fixed by the Bylaws of this corporation; the current directors shall be five (5) in number and their names and addresses are:

1. Mary Hoffman, 36 Edgewater Drive, Camano Island, WA 98282
2. Theresa Moxley, 159 Knockash Hill, Madison AL 35756
3. Larry Moxley, 159 Knockash Hill, Madison AL 35756
4. Carol Daniel, 314 Broad Armstrong Drive, Brownsboro, AL 35741
5. Margaret York, 3284 Belmont Glen Drive, Marietta, GA 30067

## **ARTICLE IX**

### **Bylaws**

The Board of Directors is authorized to make, alter, amend, approve or repeal the Bylaws of this corporation.

## **ARTICLE X**

### **Limitations**

This corporation shall have no capital stock and no part of the net earnings of this corporation shall inure in whole or in part to the benefit of, or be distributable to, any officer, director, or other individual having a personal or private interest in the activities of the corporation, or to any person or organization other than an organization which is exempt from federal income taxation under Sections 501(a) and Section 501(c)(3) of the Internal Revenue Code, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered, to make reimbursement for reasonable expenses incurred in its behalf, and to make payments and distributions in furtherance of the purposes stated in Article III.

## **ARTICLE XI**

### **Transactions Involving Directors**

1. No contracts or other transactions between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any director of this corporation is pecuniarily or otherwise interested in, or is a trustee, director, or officer of, such other corporation.
2. Any director, individually, or any firm of which any trustee may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contracts or transactions of the corporation; provided, that the fact that such director or such firm is so interested shall be disclosed to or shall have been known by the Board of Directors or a majority thereof.

## **ARTICLE XII**

### **Distributions upon Dissolution**

Upon any dissolution of this corporation under provisions of the laws of the State of Alabama for nonprofit corporations, all of its assets remaining after payment of creditors shall be distributed to one or more organizations selected by the Board of Directors which are qualified as exempt from taxation under the provisions of Sections 501(a) and 501(c)(3) of the Code, or any successor statutes, and which further the purposes set forth in Article III. In no event shall any of the corporation's assets be distributed to the officers, directors, or members of the corporation.

## **ARTICLE XIII**

### **Amendments**

This corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation by the affirmative vote of a majority of the directors present at a meeting of the Board of Directors.



## ARTICLE XIV

### No Members

The corporation shall have no members.

## ARTICLE XV

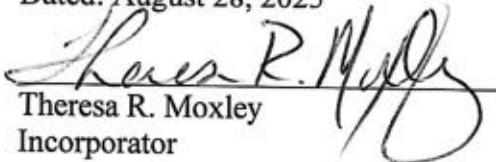
### Incorporator

The name and address of the incorporator:

Theresa Moxley  
159 Knockash Hill  
Madison AL 35756

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of Coffin-Lowry Syndrome Foundation were approved by the board of directors on August 28, 2025, and constitute a complete copy of the Articles of Incorporation of the Coffin-Lowry Syndrome Foundation.

Dated: August 28, 2025

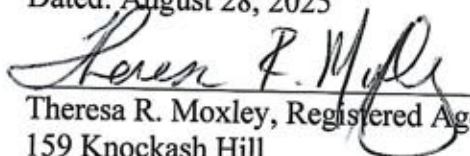
  
Theresa R. Moxley  
Incorporator

## Exhibit A

### ACKNOWLEDGEMENT OF CONSENT TO APPOINTMENT AS REGISTERED AGENT

I, Theresa Moxley, hereby consent to serve as registered agent, in the State of Alabama, for the Coffin-Lowry Syndrome Foundation. I understand that as agent for the corporation, it will be my responsibility to accept service of process in the name of the corporation; to forward all mail and license renewals to the appropriate officer of the corporation; and to immediately notify the Office of the Secretary of State of my resignation or of any changes in the address of the registered office of the corporation for which I am agent.

Dated: August 28, 2025

  
Theresa R. Moxley, Registered Agent  
159 Knockash Hill  
Madison AL 35756  
Registered Agent