



## **Barun Maek Research Society**

An Oregon Non-profit Corporation

# **ARTICLES OF INCORPORATION**

### **ARTICLE I NAME**

#### **1.01 Name**

The name of this corporation shall be Barun Maek Research Society. The business of the corporation may be conducted as Barun Maek Research Society or Barun Maek.

### **ARTICLE II DURATION**

#### **2.01 Duration**

The period of duration of the corporation is perpetual.

### **ARTICLE III PURPOSE**

#### **3.01 Purpose**

Barun Maek Research Society is a non-profit corporation and shall operate exclusively for

educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

Barun Maek Research Society is an international group of educators and community leaders who promotes the teaching and dissemination of the Daoist framework of Yin Yang and the five elements. Through courses, education, seminars, research and counseling the Barun Maek Research Society will reintroduce how to apply the ancient Daoist framework of Yin Yang and five elements to evaluate ourselves and society in a modern context. Through our actions we hope people will improve their health, diet, relationships, communication, emotional regulation, family dynamic, community and in the end, the larger world.

### **3.02 Non-Profit**

Barun Maek Research Society is designated as a non-profit corporation.

## **ARTICLE IV NON-PROFIT NATURE**

### **4.01 Non-profit Nature**

Barun Maek Research Society is organized exclusively for charitable and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. No part of the net earnings of Barun Maek Research Society 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 in the purpose clause hereof.

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.

Barun Maek Research Society is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay



reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

#### **4.02 Personal Liability**

No officer or director of this corporation shall be personally liable for the debts or obligations of Barun Maek Research Society of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

#### **4.03 Dissolution**

Upon termination or dissolution of the Barun Maek Research Society, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the Barun Maek Research Society hereunder shall be selected by the discretion of a majority of the managing body of the Barun Maek Research Society and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Barun Maek Research Society by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Oregon.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Oregon to be added to the general fund.

#### **4.04 Prohibited Distributions**

No part of the net earnings or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 Article III, Section 3.01.

#### **4.05 Restricted Activities**

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

#### **4.06 Prohibited Activities**

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) 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 BOARD OF DIRECTORS**

#### **5.01 Governance**

Barun Maek Research Society shall be governed by its board of directors.

#### **5.02 Initial Directors**

The initial directors of the corporation shall be Eunji Lee

### **ARTICLE VI MEMBERSHIP**

#### **6.01 Membership**

Barun Maek Research Society shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

### **ARTICLE VII AMENDMENTS**

#### **7.01 Amendments**

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

### **ARTICLE VIII ADDRESSES OF THE CORPORATION**

**8.01 Corporate Address**

The address of the corporation is:

Barun Maek Research Society  
3300 NW 185th Ave #1092  
Portland, OR 97229

The mailing address of the corporation is:

Barun Maek Research Society  
3300 NW 185th Ave #1092  
Portland, OR 97229

**ARTICLE IX**  
**APPOINTMENT OF REGISTERED AGENT**

**9.01 Registered Agent**

The registered agent of the corporation shall be:

**Registered Agents Inc. (757883-99)**



**ARTICLE X**  
**INCORPORATOR**

The incorporators of the corporation are as follow:

Eunji Lee



Dillon Spitler





**CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION**

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of Barun Maek Research Society were approved by the board of directors on September, 26 2021 and constitute a complete copy of Articles of Incorporation of the Barun Maek Research Society

Name : Lee, Eunji

Address : [REDACTED]

Title: President

Signature:           *E. Lee*          

Name : Kwak, Myunghee

Address : [REDACTED] nam-do,

Republic of Korea

Title: Vice President

Signature:           *Kwak*          

Name : Spitzer, Dillon Reed

Address : [REDACTED]

Title: Secretary

Signature:           *D. Spitzer*          

Name : Kim, Chaeyoung

Address : [REDACTED] ag-si,

Gyeonggi-do

Title: Treasurer

Signature:           *Kim*          

Name : Kim, Jinhui

Address [REDACTED] Korea. (Zip

code 14-

Title: Board Member

Signature: Kim Jin hui

Name : Jung, Youngjin  
Address : [redacted] gnam-do,  
Republic of Korea  
Title: Board Member

Signature: Jung youngjin

Name : Gim, Minjeong  
Address : [redacted] gu, Seoul,  
Republic of Korea, (Zip code [redacted])  
Title: Board Member

Signature: Gim Minjeong

Name : Jung, Hyun Jung  
Address : [redacted] Republic of  
Korea, (Zip code [redacted])

Signature: Jung Hyun Jung

**ACKNOWLEDGMENT OF CONSENT  
TO APPOINTMENT AS REGISTERED AGENT**

I, Registered Agents Inc. (757883-99), agree to be the registered agent for Barun Maek Research Society as appointed herein.

*Bill Ham*

Registered Agents Inc. (757883-99), Registered Agent

Date: 9/26/2021