



OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

SEPTEMBER 10, 2001

6181-076-5

BALA BATAVIA
175 E DELAWARE PL #6605
CHICAGO, ILLINOIS 60611-0000

RE KEY INTERNATIONAL FOUNDATION

DEAR SIR OR MADAM:

ENCLOSED YOU WILL FIND THE ARTICLES OF INCORPORATION OF THE ABOVE NAMED CORPORATION. THE CORPORATION IS REQUIRED TO FILE AN ANNUAL REPORT EACH YEAR. BLANK FORMS WILL BE MAILED BY THIS OFFICE TO THE REGISTERED AGENT AS SHOWN BY OUR FILES APPROXIMATELY 60 DAYS PRIOR TO ITS ANNIVERSARY MONTH. (ORIGINAL DATE OF INCORPORATION).

THE REQUIRED FEE OF \$50.00 IN THIS CONNECTION HAS BEEN RECEIVED AND PLACED TO YOUR CREDIT.

THIS DOCUMENT MUST BE RECORDED IN THE OFFICE OF THE RECORDER OF THE COUNTY IN WHICH THE REGISTERED OFFICE OF THE CORPORATION IS LOCATED. FOR FURTHER INFORMATION CONTACT YOUR RECORDER OF DEEDS.

CERTAIN NOT FOR PROFIT CORPORATIONS ORGANIZED AS A CHARITABLE CORPORATION ARE REQUIRED TO REGISTER WITH THE OFFICE OF THE ATTORNEY GENERAL. UPON RECEIPT OF THE ENCLOSED ARTICLES OF INCORPORATION, YOU MUST CONTACT THE CHARITABLE TRUST DIVISION, OFFICE OF THE ATTORNEY GENERAL, 100 W. RANDOLPH, 3RD FLOOR, CHICAGO, ILLINOIS 60601 TELEPHONE (312) 814-2595.

THE ISSUANCE OF THIS CERTIFICATE DOES NOT ENTITLE THE CORPORATION TO A PROPERTY TAX EXEMPTION. YOU MUST APPLY FOR THAT EXEMPTION THROUGH THE BOARD OF REVIEW IN THE COUNTY WHERE REAL ESTATE IS LOCATED.

SINCERELY,

JESSE WHITE

SECRETARY OF STATE

DEPARTMENT OF BUSINESS SERVICES
CORPORATION DIVISION
TELEPHONE (217) 782-6961

Springfield, Illinois 62756

OCT 2 2001

State of Illinois
 Office of
 The Secretary of State

Whereas, ARTICLES OF INCORPORATION OF
 KEY INTERNATIONAL FOUNDATION
 INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN
 FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE
 GENERAL NOT FOR PROFIT CORPORATION ACT OF ILLINOIS, IN FORCE
 JANUARY 1, A.D. 1987.

Now Therefore, I, Jesse White, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 10TH day of SEPTEMBER A.D. 2001 and of the Independence of the United States the two hundred and 26TH .



Jesse White

Secretary of State

ARTICLES OF INCORPORATION*(Do Not Write in This Space)*<http://www.sos.state.il.us>**SUBMIT IN DUPLICATE**

Payment must be made by certified check, cashier's check, Illinois attorney's check, Illinois C.P.A.'s check or money order, payable to "Secretary of State."

DO NOT SEND CASH!

Date

Filing Fee \$50

Approved

TO: JESSE WHITE, Secretary of State

Pursuant to the provisions of "The General Not For Profit Corporation Act of 1986," the undersigned incorporator(s) hereby adopt the following Articles of Incorporation.

Article 1. The name of the corporation is: KEY International Foundation

Article 2: The name and address of the initial registered agent and registered office are:

Registered Agent	Bala	Batavia
	First Name	Middle Name
Registered Office	175 East Delaware Place. #6605	Last Name
	Number	Street
	Chicago	(Do not use P.O. Box)
	City	ZIP Code
		Cook
		County

Article 3: The first Board of Directors shall be five in number, their names and residential addresses being as follows: (Not less than three)

Director's Names	Number	Street	Address City	State
Bala Batavia	175 E. Delaware Pl.#6605		Chicago	IL 60611
Cynthianna C. Hahn	4250 N. Marine Dr.,#1322		Chicago	IL 60613
Bruce Davis	1140 Ontario St.		Oak Park	IL 60302
Marc E. Waters	1828 N. Paulina, #3R		Chicago	IL 60622
William A. Weaver	331 W. Goethe St.		Chicago	IL 60610

Article 4. The purposes for which the corporation is organized are:

(a). KEY International Foundation will provide charitable assistance and support socio-economic and educational projects serving the poor families (focusing especially on children) in developing countries.

(b). To raise funds for charitable assistance to the poor by increasing awareness among people in developed countries of the social, medical and environmental problems faced by the poor in the developing countries.

Is this corporation a Condominium Association as established under the Condominium Property Act?
 Yes No (Check one)

Is this corporation a Cooperative Housing Corporation as defined in Section 216 of the Internal Revenue Code of 1954? Yes No (Check one)

Is this a Homeowner's Association which administers a common-interest community as defined in subsection (c) of Section 9-102 of the code of Civil Procedure? Yes No

Article 5. Other provisions (please use separate page):

See attached separate page

Article 6.

NAMES & ADDRESSES OF INCORPORATORS

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

Dated August 30, 2001
(Month & Day) (Year)

SIGNATURES AND NAMES

1. Bala Batavia
Signature
Bala Batavia
Name (please print)

2. _____
Signature
Name (please print)

3. _____
Signature
Name (please print)

4. _____
Signature
Name (please print)

5. _____
Signature
Name (please print)

POST OFFICE ADDRESS

1. 175 E. Delaware Place, #6605
Street
Chicago IL 60611
City/Town State ZIP

2. _____
Street
City/Town State ZIP

3. _____
Street
City/Town State ZIP

4. _____
Street
City/Town State ZIP

5. _____
Street
City/Town State ZIP

(Signatures must be in **BLACK INK** on original document. Carbon copied, photocopied or rubber stamped signatures may only be used on the true copy.)

- If a corporation acts as incorporator, the name of the corporation and the state of incorporation shall be shown and the execution shall be by its President or Vice-President and verified by him, and attested by its Secretary or an Assistant Secretary.
- The registered agent cannot be the corporation itself.
- The registered agent may be an individual, resident in this State, or a domestic or foreign corporation, authorized to act as a registered agent.
- The registered office may be, but need not be, the same as its principal office.
- A corporation which is to function as a club, as defined in Section 1-3.24 of the "Liquor Control Act" of 1934, must insert in its purpose clause a statement that it will comply with the State and local laws and ordinances relating to alcoholic liquors.

FOR INSERTS - USE WHITE PAPER - SIZE 8 1/2 x 11

File No. _____

FORM NFP-102.10
ARTICLES OF INCORPORATION
under the
GENERAL NOT FOR PROFIT
CORPORATION ACT
of

SECRETARY OF STATE
DEPARTMENT OF BUSINESS SERVICES
CORPORATION DIVISION
SPRINGFIELD, ILLINOIS 62756
TELEPHONE (217) 782-9522
782-8523
(These Articles Must Be Executed and Filed
In Duplicate)
Filing Fee \$50
C-157.11

Attachments to Form NFP-102.10
Articles of Incorporation of
KEY International Foundation
An Illinois Not-For-Profit Corporation

Article 5. Other provisions.

- (a). KEY International Foundation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code.
- (b). Notwithstanding any other provisions of these Articles, KEY International Foundation 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 Internal Revenue Code, or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.
- (c). No substantial part of the activities of KEY International Foundation shall be the carrying on of propaganda, or otherwise attempting to influence legislation and this corporation shall not 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.
- (d). No part of the net earnings of KEY International Foundation shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons, except that the corporation shall be authorized and empowered to make payments and distributions in furtherance of the purposes of this corporation. The directors will not be compensated for their services to the corporation.
- (e). Upon the dissolution of KEY International Foundation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 510(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Such distribution shall be made in accordance with all applicable provisions of the laws of the State of Illinois.



**OFFICE OF THE ATTORNEY GENERAL
STATE OF ILLINOIS**

December 7, 2001

KEY INTERNATIONAL
175 E. DELAWARE PLACE
#6605
CHICAGO, IL 60611

Jim Ryan
ATTORNEY GENERAL

RE Status of KEY INTERNATIONAL under The Charitable Trust and The Solicitation for Charity ACT.

Dear Registrant:

I am pleased to acknowledge receipt of your registration statement under The Charitable Trust and The Solicitation for Charity. The registration number assigned to your organization is CO# 01039585.

Please note that when an organization registers under The Charitable Trust and The Solicitation for Charity ACT it is required to file annual financial reports with our office. Annual financial reports are due six months after the organization's fiscal year ends. A copy of the form AG990-IL along with instructions is attached to this letter. Blank report forms are also available at this office or on the Attorney General's Office Web Site at www.ag.state.il.us. It is one of the duties of the organization's officers to ensure that these reports are filed.

I must also call your attention to Section 12 under the Solicitation for Charity Act. Please note that this registration in no way constitutes an endorsement of your organization by the State of Illinois and that any representation as such for the purpose of soliciting or collecting funds will be grounds for cancellation of your registration.

Please contact the Charitable Trusts Bureau, 3rd floor, 100 West Randolph Street, Chicago, Illinois 60601, telephone (312) 814-2595 if the heading of this letter is not correct or if you have any inquiries concerning these Acts or your registration, they will be happy to assist you.

Very truly yours,

JIM RYAN
Attorney General