

ABELS CLOSET INC

A Nevada Non-profit Corporation

ARTICLES OF INCORPORATION

ARTICLE I

1.01 Name

The name of this corporation shall be ABELS CLOSET INC. The business of the corporation may be conducted as ABELS CLOSET or AC INC.

ARTICLE II

2.01 Duration

This corporation shall have perpetual duration.

ARTICLE III

3.01 Purpose

ABELS CLOSET 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.

The primary purpose of ABELS CLOSET is to provide a safe place for children with special needs, siblings and the family's to come together and learn and grow through imagination and play. We focus on providing children's costumes, accessories and pretend play resources to all children, offering classes geared for there needs as well as there siblings, and family support.

3.02 Non-Profit

ABELS CLOSET is designated as a non-profit corporation.

ARTICLE IV NON-PROFIT NATURE

4.01 Non-profit Nature

ABELS CLOSET 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 ABELS CLOSET 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.

ABELS CLOSET 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 ABELS CLOSET 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 ABELS CLOSET, 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 ABELS CLOSET hereunder shall be selected by the discretion of a majority of the managing body of the ABELS CLOSET 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 ABELS CLOSET 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 Nevada.

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 Nevada 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

ABELS CLOSET shall be governed by its Executive board of directors.

The Executive directors of the corporation shall be

Heather Pneuman	President
8212 New Leaf Ave	
Las Vegas, NV 89131	

Daniel Ford	Executive Director
3621 Dunkirk Drive	
Oxnard, CA 93035	

Marianne Soles
202 E Loop Dr
Camarillo, CA 93010

Treasurer

Michele Garnett
290 E Rush Ave
Las Vegas, NV 89183

Secretary

ARTICLE VI **MEMBERSHIP**

6.01 Membership

ABELS CLOSET 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:

ABELS CLOSET INC
8212 NEW LEAF AVE
LAS VEGAS, NV 89131

The mailing address of the corporation is:

ABELS CLOSET INC
8212 New Leaf Ave
Las Vegas, NV 89131

ARTICLE IX
APPOINTMENT OF REGISTERED AGENT

9.01 Registered Agent

The registered agent of the corporation shall be:

Heather Pneuman
8212 New Leaf Ave
Las Vegas, NV 89131

ARTICLE X
INCORPORATOR


The incorporators of the corporation are as follow:

Heather Pneuma
8212 New Leaf Ave,
Las Vegas, NV 89131

Marianne Soles
202 E Loop Dr
Camarillo, CA 93010

CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION

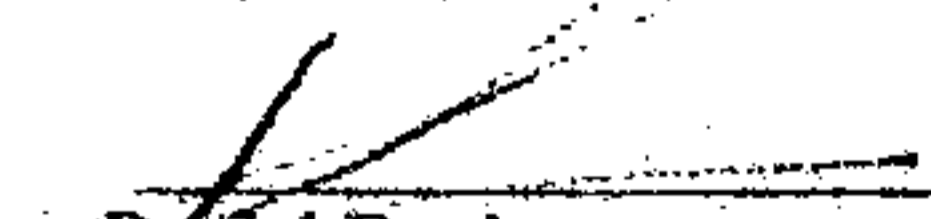
We, the undersigned, do hereby certify that the above stated Articles of Incorporation of ABELS CLOSET INC were approved by the board of directors on 04, 19, 2023 and constitute a complete copy of Articles of Incorporation of the ABELS CLOSET INC



Heather Pneuman



Michele Garnett




Daniel Ford



Marianne Soles

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

I, Heather Pneuman, agree to be the registered agent for ABELS CLOSET INC as appointed herein.



NAME, Registered Agent

Date: 4-19-23