

Knights in Action
A Pennsylvania Non-profit Corporation

ARTICLES OF INCORPORATION

ARTICLE I NAME

1.01 Name

The name of this corporation shall be Knights in Action. The business of the corporation may be conducted as Knights in Action.

ARTICLE II DURATION

2.01 Duration

The period of duration of the corporation is perpetual.

ARTICLE III PURPOSE

3.01 Purpose

Knights in Action 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 raising of awareness and funds associated with the mission of the Catholic Diocese of Harrisburg as it pertains to Camp Kirchenwald, Vocations, Catholic school youth groups and evangelization of the Catholic faith, through communication and training. Camp Kirchenwald is a weeklong residential summer for adults with an intellectual and developmental disabilities and is open to individuals of all faiths. The support and training of all Clergy and Religious within the Catholic Diocese, and assistance for Quo Vadis Days, a weeklong discernment retreat at the Seminary at Mount Saint Mary University. The support and training of youth groups in Catholic schools such as the Patriot Club of Trinity High School. Other ministry support, including Pro-Life initiatives pursued by the Knights of Columbus Harrisburg Diocesan Chapter, as deemed necessary to benefit the growth of the Catholic faith in the Catholic Diocese of Harrisburg.

3.02 Non-Profit

Knights in Action is designated as a non-profit corporation.

ARTICLE IV

NON-PROFIT NATURE

4.01 Non-profit Nature

Knights in Action 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 Knights in Action 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.

Knights in Action 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 Knights in Action 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 Catholic Diocese of Harrisburg Knights in Action, 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 Knights in Action hereunder shall be selected by the discretion of a majority of the managing body of the Knights in Action 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 Knights in Action 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 Pennsylvania.

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 Pennsylvania 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

Knights in Action shall be governed by its board of directors.

5.02 Initial Directors

The initial directors of the corporation shall be

Reverend Gregory J. D'Emma

Stephen J. Franchak

Wayne S. Freet

Mark L. Jago

Michael G. Rybacki

Reverend Lawrence W. Sherdel

Brian T. Smith

Chester E. Young

Michael N. Yakubick

5.03 Additional Directors

Additional Directors added IAW Knights In Action By-laws and Amendment 1 of the Articles Incorporation.

Gregory V. Mikolajczak

ARTICLE VI
MEMBERSHIP

6.01 Membership

Knights in Action 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:

Knights in Action
561 Brighton Place,
Mechanicsburg, PA 17055

The mailing address of the corporation is:

Knights in Action
P.O. Box 718
Mechanicsburg, PA 17055

ARTICLE IX
APPOINTMENT OF REGISTERED AGENT

9.01 Registered Agent

The registered agent of the corporation shall be:

Michael G. Rybacki
602 Inared Court,
Mechanicsburg, PA 17055

ARTICLE X
INCORPORATOR

The incorporator of the corporation is as follow:

Michael N. Yakubick
561 Brighton Place
Mechanicsburg, PA 17055

CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of Knights in Action were approved by the board of directors on December 18, 2021 and constitute a complete copy of Articles of Incorporation of the Knights in Action

NAME	SIGNATURE	ADDRESS
Rev. Gregory J. D'Emma		207 Hope Drive, Boiling Springs, PA 17007
Stephen J. Franchak		911 Acri Road, Mechanicsburg, PA 17050
Wayne S. Freet		800 North Street, McSherrystown, PA 17344
Mark L. Jago		115 White Deer Way, Carlisle, PA 17013-7600
Michael G. Rybacki		602 Inared Court, Mechanicsburg, PA 17055
Rev. Lawrence W. Sherdel		2111 Millersville Pike, Lancaster, PA 17603
Brian T. Smith		30 Cobblestone Drive, Willow Street, PA 17584
Chester E. Young		2542 Locust Road, Dover, PA 17315-4547
Michael N. Yakubick		561 Brighton Place, Mechanicsburg, PA 17055

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

I, Michael G. Rybacki, agree to be the registered agent for Knights in Action as appointed herein.


Michael G. Rybacki, Registered Agent

Date: December 18, 2021

AMENDMENT 1

The Board of Directors by a 2/3 majority on March 17, 2024, via email vote, approved Section 5.03, Additional Directors, to authorize and recognize changes to the Board in accordance with the Knights In Action by-laws and Articles of Incorporation.