

**PARTNERS IN PERSONAL ASSISTANCE
EIN: 38-3571800**

**ATTACHMENT TO FORM 1023
APPLICATION FOR RECOGNITION OF EXEMPTION**

Part II, line 1:

**ARTICLES OF INCORPORATION
AND
AMENDMENTS**

**MICHIGAN DEPARTMENT OF CONSUMER & INDUSTRY SERVICES
CORPORATION AND LAND DEVELOPMENT BUREAU**

Date	FOR BUREAU USE ONLY	Tran#: 3768543-1 11/09/01 Chk#: 4319 \$10.00 ID: ROBERTA SEVERINGEN
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This document is effective on the date fixed, unless a subsequent effective date within 90 days after received date is stated in the document.

Name Partners in Personal Assistance		
Address 1100 N. Main, Suite 117C		
City Ann Arbor	State MI	Zip Code 48104

FILED

NOV 14 2001

Administrator
BUREAU OF COMMERCIAL SERVICES

Effective Date:

Document will be returned to the name and address you enter above.
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ARTICLES OF INCORPORATION
 For use by Domestic Nonprofit Corporations
 (Please read information and instructions on the last page)

772-293

Pursuant to the provisions of Act 162; Public Acts of 1982; the undersigned corporation executes the following articles:

ARTICLE I

The name of this corporation is: Partners in Personal Assistance

ARTICLE II

The purpose or purposes for which the corporation is organized are: To perform as a non-profit corporation under Michigan laws that regulate non-profit corporations. The organization exists to empower Consumer Employers and Personal Assistants within a cooperative structure.

Article III

<p>1. The corporation is organized upon a <u>non-stock</u> basis. (Stock or Nonstock)</p> <p>2. If organized on a stock basis, the total number of shares which the corporation has authority to issue is _____ . If the shares are, or to be, divided into classes, the designation of each class, the number of shares in each class, and the relative rights, preferences and limitations of the shares of each class are as follows:</p>

Use space below for additional Articles. Please identify any Articles being continued or added. Attach additional pages if needed.

Article VI

The personal liability of a volunteer director or volunteer officer to the corporation, its shareholders, or its members is:

As a non-stock, voluntary organization, the volunteer directors and officers assume no obligation or liability for the arrangements upon which the Consumer Employers or Personal Assistants agree.

I, (We), the incorporator(s) sign my (our) name(s) this _____ day of _____,

John Hoyle
Lena Rickes Lena Rickes
Jody Burton Jody Burton-Stowins

MICHIGAN DEPARTMENT OF LABOR & ECONOMIC GROWTH BUREAU OF COMMERCIAL SERVICES	
Date Received	(FOR BUREAU USE ONLY)
This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.	
Name Partners in Personal Assistance	
Address 1100 N. Main St. #117	
City Ann Arbor	State MI
ZIP Code 48104	
EFFECTIVE DATE:	

File Infol 11714208-1 04/27/06
 Doc# 3887 Rate \$10.00
 ID: 721293

FILED

MAY 05 2006

Administrator
 BUREAU OF COMMERCIAL SERVICES

Document will be returned to the name and address you enter above, if left blank document will be mailed to the registered office.

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION

For use by Domestic Profit and Nonprofit Corporations
 (Please read information and instructions on the last page)

Pursuant to the provisions of Act 284, Public Acts of 1972, (profit corporations), or Act 162, Public Acts of 1982 (nonprofit corporations), the undersigned corporation executes the following Certificate:

1. The present name of the corporation is:
 Partners In Personal Assistance

2. The identification number assigned by the Bureau is: 772293

3. Article II, III, & IV of the Articles of Incorporation is hereby amended to read as follows:

II...to provide the highest quality of community based personal assistance to people with disabilities, while empowering both the service recipient and the service provider.

III
 b. see attached report
 c. fee for services, fundraising, grants and donations
 d. directorship

IV
 1. suite 117 (no C)
 3. resident agent Colleen Clancy

80

COMPLETE ONLY ONE OF THE FOLLOWING:

4. (For amendments adopted by unanimous consent of incorporators before the first meeting of the board of directors or trustees.)

The foregoing amendment to the Articles of Incorporation was duly adopted on the _____ day of _____, _____, in accordance with the provisions of the Act by the unanimous consent of the incorporator(s) before the first meeting of the Board of Directors or Trustees.

Signed this _____ day of _____, _____

_____ (Signature)	_____ (Signature)
_____ (Type or Print Name)	_____ (Type or Print Name)
_____ (Signature)	_____ (Signature)
_____ (Type or Print Name)	_____ (Type or Print Name)

5. (For profit and nonprofit corporations whose Articles state the corporation is organized on a stock or on a membership basis.)

The foregoing amendment to the Articles of Incorporation was duly adopted on the 24th day of June, 2005, by the shareholders if a profit corporation, or by the shareholders or members if a nonprofit corporation (check one of the following)

- at a meeting the necessary votes were cast in favor of the amendment.
- by written consent of the shareholders or members having not less than the minimum number of votes required by statute in accordance with Section 407(1) and (2) of the Act if a nonprofit corporation, or Section 407(1) of the Act if a profit corporation. Written notice to shareholders or members who have not consented in writing has been given. (Note: Written consent by less than all of the shareholders or members is permitted only if such provision appears in the Articles of Incorporation.)
- by written consent of all the shareholders or members entitled to vote in accordance with section 407(3) of the Act if a nonprofit corporation, or Section 407(2) of the Act if a profit corporation.
- by consents given by electronic transmission in accordance with Section 407(3) if a profit corporation.
- by the board of a profit corporation pursuant to section 611(2).

Profit Corporations and Professional Service Corporations

Signed this _____ day of _____, _____

By _____
(Signature of an authorized officer or agent)

(Type or Print Name)

Nonprofit Corporations

Signed this 25th day of April, 2006

By Robert Severinsen
(Signature: President, Vice-President, Chairperson or Vice-Chairperson)

Roberta Severinsen
(Type or Print Name)

b: *personal property report*

Furniture and Fixtures

2002 New lateral file cabinet \$180.00

Old file cabinet \$10.00

Old desk \$5.00

Used office chairs-2 \$30.00

2001 Shelf unit \$5.00

2000 Old two drawer file cabinet \$5.00

Folding table \$10.00

Computer table \$25.00

1999 Desk \$5.00

Used desk chair \$2.00

Office Equipment

2001 Used copier \$20.00

Telephone/Ans. Mach. \$80.00

Computer Equipment

2001 Used Computer \$200.00

2002 Printer, used \$40.00

Scanner, used \$30.00

Keyboard, new \$12.00

2005 Computer, new \$500.00

All of the above was donated to Partners in Personal Assistance with the exception of the lateral file cabinet & the new computer.

Michigan Department of Labor & Economic Growth

Filing Endorsement

This is to Certify that the CERTIFICATE OF AMENDMENT - CORPORATION

for

PARTNERS IN PERSONAL ASSISTANCE

ID NUMBER: 772293

received by facsimile transmission on September 14, 2006 is hereby endorsed

Filed on September 14, 2006 by the Administrator.

The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 14TH day of September, 2006.



A handwritten signature in black ink, appearing to read 'Andrew L. Mitchell'. The signature is fluid and cursive.

, Director

Bureau of Commercial Services

BC&AD-515 (Rev. 12/05)

MICHIGAN DEPARTMENT OF LABOR & ECONOMIC GROWTH BUREAU OF COMMERCIAL SERVICES										
Date Received	(FOR BUREAU USE ONLY)									
	This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.									
<table border="1"> <tr> <td colspan="3">Name Ralph S. Rumsey</td> </tr> <tr> <td colspan="3">Address 7th Floor, First National Bldg, 201 S Main St</td> </tr> <tr> <td>City Ann Arbor</td> <td>State Michigan</td> <td>Zip Code 48104</td> </tr> </table>		Name Ralph S. Rumsey			Address 7th Floor, First National Bldg, 201 S Main St			City Ann Arbor	State Michigan	Zip Code 48104
Name Ralph S. Rumsey										
Address 7th Floor, First National Bldg, 201 S Main St										
City Ann Arbor	State Michigan	Zip Code 48104								
EFFECTIVE DATE:										

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CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION

For use by Domestic Profit and Nonprofit Corporations
(Please read Information and instructions on the last page)

Pursuant to the provisions of Act 284, Public Acts of 1972, (profit corporations), or Act 162, Public Acts of 1982 (nonprofit corporations), the undersigned corporation executes the following Certificate:

1. The present name of the corporation is:	Partners in Personal Assistance
2. The identification number assigned by the Bureau is:	772-293
3.	Articles VII, VIII, IX, X and XI are hereby added to the Articles of Incorporation to read as follows: Please see attachment.

DCGA00 316 (Rev. 12/05)

6. (For a nonprofit corporation whose Articles state the corporation is organized on a directorship basis.)

The foregoing amendment to the Articles of Incorporation was duly adopted on the 14 day of September, 2006 by the directors of a nonprofit corporation whose articles of incorporation state it is organized on a directorship basis (check one of the following)

at a meeting the necessary votes were cast in favor of the amendment

by written consent of all directors pursuant to Section 525 of the Act.

Signed this 14 day of September, 2006
Jody Burton Slowins

By _____
(Signature of President, Vice-President, Chairperson or Vice-Chairperson)

Jody Burton Slowins Board Chairperson
(Type or Print Name) (Type or Print Title)

**ATTACHMENT TO
THE CERTIFICATE OF AMENDMENT TO THE ARTICLES OF
INCORPORATION
OF
PARTNERS IN PERSONAL ASSISTANCE**

ARTICLE VII

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, 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 herein. No substantial part of the activities of the corporation shall be for the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by:

- (1) any organization exempt from federal income taxation under Section 501(a) of the Internal Revenue Code of 1986 as an organization described in Section 501(c)(3) of such Code;
- (2) an organization described in Section 509(a)(1), (2) or (3) of the Internal Revenue Code of 1986 (as the case may be); and/or
- (3) an organization, contributions to which are deductible under Section 17

ARTICLE VIII

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such a manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of Washtenaw County, Michigan, if the principal office of the corporation is located in said county at the time of dissolution of said corporation, or by the Circuit Court (or equivalent thereof) of the county in which the principal office of the corporation is then located, exclusively, for such purposes or to such organization or organizations, as the said court shall determine, which are organized and operated exclusively for such purposes.

**ATTACHMENT TO
THE CERTIFICATE OF AMENDMENT TO THE ARTICLES OF
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OF
PARTNERS IN PERSONAL ASSISTANCE**

ARTICLE IX

The Corporation hereby assumes all liability to any person other than the Corporation, or its shareholders, or its members for all acts or omissions of a director who is a volunteer director as defined in the Michigan Nonprofit Corporation Act, incurred in the good faith performance of the director's duties as such; provided, however, that the Corporation shall not be considered to have assumed any liability to the extent such assumption is inconsistent with the status of the Corporation as an organization described in Section 501(c)(3) of the Internal Revenue Code.

ARTICLE X

The Corporation assumes the liability for all acts or omissions of a volunteer director or volunteer officer, if all of the following are met:

- A. The volunteer director or officer was acting or reasonably believed he or she was acting within the scope of his or her authority;
- B. The volunteer director or officer was acting in good faith;
- C. The volunteer director's or officer's conduct did not amount to gross negligence or willful and wanton misconduct;
- D. The volunteer director's or officer's conduct was not an intentional tort; and
- E. The volunteer director's or officer's conduct was not a tort arising out of the ownership, maintenance or use of a motor vehicle as described in Section 209(e)(v) of the Michigan Nonprofit Corporation Act.

The provisions of this Article X are intended to be in addition and supplemental to the provisions of Article IX and shall not reduce any liability protection afforded volunteer directors by the said Article IX under the laws of the State of Michigan.

ARTICLE XI

No member of the Board of Directors of the Corporation who is a volunteer director or officer, as that term is defined in the Michigan Nonprofit Corporation Act (the "Act"), shall be personally liable to this Corporation for monetary damages for a breach of the director's fiduciary duty; provided, however, that this provision shall not eliminate or limit the liability of a director for any of the following:

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1. a breach of the director's duty of loyalty to the corporation;
2. acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of the law;
3. a violation of section 551(1) of the Act;
4. a transaction from which the director derived an improper personal benefit;
5. an act or omission occurring before the filing of the Articles of Incorporation; or
6. an act or omission that is grossly negligent.

Michigan Department of Labor & Economic Growth

Filing Endorsement

This is to Certify that the CERTIFICATE OF AMENDMENT - CORPORATION

for

PARTNERS IN PERSONAL ASSISTANCE

ID NUMBER: 772293

received by facsimile transmission on December 14, 2006 is hereby endorsed

Filed on December 14, 2006 by the Administrator.

The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.



In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 14TH day of December, 2006.

A handwritten signature in black ink, appearing to read 'Andrew X. Mitchell'.

, Director

Bureau of Commercial Services

ATTN: dianekitts
FROM: Williams, Byron C (DLEG)
DATE: Dec 14, 2006
SUBJECT: Partners in Personal Assistance, Fax Filing, Filer #005048
JOB: 3614

ATTACH:

This Fax Originated From a Biscom 'Faxcom'.

MEMO:.....

BUREAU OF COMMERCIAL SERVICES, CORPORATION DIVISION

ID NUMBER:772293

We acknowledge receipt of Certificate of Amendment for the above corporation through Mich-Elf, our fax filing system.

Please complete item 6 and resubmit.

Refax the ENTIRE document(s) to my attention. Please include your Mich-Elf filer number on the cover sheet, or you may use this fax as your cover sheet, provided you did not have any copy or certificate requests with the filing.

The file will be closed if no response is received within 10 days of the date of this electronic notice. Section 1060 of the Act provides that fees are due when the document is delivered and are earned upon receipt. Filing fees submitted with documents on which the file has been closed cannot be applied to subsequent filings.

If you have any questions, please contact me by calling (517) 241-6470.

Byron Christopher Williams
Document Examiner
Corporation Division

BCS/CD-513 (Rev. 12/05)

MICHIGAN DEPARTMENT OF LABOR & ECONOMIC GROWTH BUREAU OF COMMERCIAL SERVICES	
Date Received	(FOR BUREAU USE ONLY)
	This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.
Name	Ralph S. Rumsey
Address	7th Floor, First National Bldg, 201 S Main St
City	Ann Arbor
State	Michigan
ZIP Code	48104
EFFECTIVE DATE:	

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For use by Domestic Profit and Nonprofit Corporations
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1. The present name of the corporation is:	Partners in Personal Assistance
2. The identification number assigned by the Bureau is:	772-293
3. Article <u>VII</u> of the Articles of Incorporation is hereby amended to read as follows:	
<p>No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, 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 herein. No substantial part of the activities of the corporation shall be for the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by:</p> <p>(1) any organization exempt from federal income taxation under Section 501(a) of the Internal Revenue Code of 1986 as an organization described in Section 501(c)(3) of such Code;</p> <p>(2) an organization described in Section 509(a)(1), (2) or (3) of the Internal Revenue Code of 1986 (as the case may be); and/or</p> <p>(3) an organization, contributions to which are deductible under Section 170(c)(2), 2055(a)(2), or 2522(a)(2) of the Internal Revenue Code of 1986.</p>	