

Iowa Secretary of State
321 East 12th Street
Des Moines, IA 50319
sos.iowa.gov



FILED

Date: **1/29/2020 01:59 PM**
Corp No: **625053**
Cert No: **FT0051244**

Articles of Incorporation - Nonprofit

Information

CODE 504 REVISED DOMESTIC NON-PROFIT

Chapter

Linguatorium Research Corporation

Entity Name

1/29/2020 2:00:00 PM

Effective Date

Perpetual

Expiration Date

No

Members

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

Upon dissolution

Registered Agent

LINGUATORIUM LLC

Full Name

320 OPAL CIRCLE

Address1

Address2

AMES

City

IA

State

50010

Zip

USA

Country

Incorporator

Laura E. Raught

Full Name

214 South Hyland Avenue, Unit 6

Address1

Address2

Ames

City

IA

State

50014

Zip

USA

Country

Principal Office

320 Opal Circle

Address1

Address2

Ames

City

IA

State

50010

Zip

USA

Country

Officers & Directors

Director

Officer Type

Brody T. Dingel

Full Name

215 Sinclair Avenue, Unit 118

Address1

Address2

Ames

City

IA

State

50010

Zip

USA

Country

Director

Officer Type

Manman Qian

Full Name

240 Richfield Drive, Unit 4

Address1

Address2

San Jose

City

CA

State

95129

Zip

USA

Country

Director

Officer Type

Tatiana Klepikova

Full Name

27-3 Vyborgskoye Highway, Apartment 745

Address1

Address2

St. Petersburg

City

State

194355

Zip

RUS

Country

Signature(s)

Laura E. Raught

Incorporator

1/29/2020 9:24:01 AM

Date

**ARTICLES OF INCORPORATION OF
LINGUATORIUM RESEARCH CORPORATION**

TO THE SECRETARY OF STATE OF THE STATE OF IOWA:

The undersigned, acting as incorporator of a corporation (the "Corporation") under the Revised Iowa Nonprofit Corporation Act, Chapter 504 of the Code of Iowa, adopts the following Articles of Incorporation of such Corporation:

ARTICLE 1. NAME

The name of the Corporation is LINGUATORIUM RESEARCH CORPORATION.

ARTICLE 2. REGISTERED OFFICE

The physical address of the initial registered office of the Corporation is:
320 Opal Circle
Ames, Iowa, 50010

ARTICLE 3. REGISTERED AGENT

The name and address of the initial registered agent of the Corporation is:
Linguatorium LLC
320 Opal Circle
Ames, Iowa, 50010

ARTICLE 4. INCORPORATOR

The name and address of the incorporator of the Corporation is:
Laura E. Raught
214 South Hyland Avenue, Unit 6
Ames, Iowa, 50014

ARTICLE 5. DURATION

The period of duration of the Corporation is perpetual.

ARTICLE 6. PURPOSE

1. The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.
2. The specific purposes of the Corporation shall be:
 - (a) carrying on scientific research in the fields of theoretical, experimental, and applied linguistics and related fields; and
 - (b) providing and supporting instruction in languages via computer-assisted language learning applications and websites.

ARTICLE 7. INITIAL DIRECTORS

The initial directors of the Corporation shall be:

Brody T. Dingel
215 Sinclair Avenue, Unit 118
Ames, Iowa, 50014

Manman Qian
240 Richfield Drive, Unit 4
San Jose, California, 95129

Tatiana Klepikova
27-3 Vyborgskoye Highway, Apartment 745
St.Petersburg, 194355, Russia

ARTICLE 8. MEMBERS

The Corporation shall have no members.

ARTICLE 9. ADDITIONAL PROVISIONS

1. Any action required by law, these articles, or the bylaws of the Corporation to be taken at a meeting of the directors, or any action which may be taken at a meeting of the directors, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by each director and delivered to the Corporation.
2. The results of scientific research carried on by the Corporation (including any patents, copyrights, processes, or formulas resulting from such research) shall be made available to the public on a nondiscriminatory basis.
3. No part of the net earnings of the Corporation 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 pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes described in section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
4. No substantial part of the activities of the Corporation shall be 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 or in opposition to any candidate for public office.
5. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) 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 10. DISSOLUTION

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

Dated as of the 29th day of January, 2020.



Laura E. Raught,
Incorporator