DOMESTIC NON-PROFIT CORPORATION

STATE OF ALABAMA

COUNTY OF MONTGOMERY

ARTICLES OF INCORPORATION
OF
SOCIETY FOR PHENOMENOLOGY AND EXISTENTIAL PHILOSOPHY

Pursuant to the provisions of the Alabama Non-Profit Corporation Act, the undersigned natural person, who is a citizen of the United States of America and a resident of the State of Alabama and over the age of nineteen, hereby adopts the following Articles of Incorporation:

Article I

The name of the Corporation shall be: Society for Phenomenology and Existential Philosophy.

Article II

The Corporation is organized exclusively for charitable, scientific, and educational purposes under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article III

Subject to and consistent with the provisions contained in Article IV, the Corporation shall have all the powers granted to non-profit corporations under the laws of the State of Alabama that are not otherwise prohibited to a corporation which is 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 to 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). However, the Corporation shall not exercise any power except exclusively in furtherance of the Corporation's charitable, scientific, and educational purposes. Furthermore, the Corporation shall not exercise any power in a manner or otherwise engage in any activity that is illegal under the laws of the United States, the State of Alabama, or any other jurisdiction in which the Corporation operates.

Article IV

(A) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its 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 Article II. 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. Notwithstanding any other provision of these articles, the Corporation shall not carry
on any other activities prohibited to be carried on (1) 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 (2) 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.

(B) At any time during which this Corporation is classified as a “private foundation” as
that term is defined by section 509 of the Internal Revenue Code, or the corresponding provisions
of any future federal tax code:

(1) The Corporation shall not engage in any act of self-dealing as defined in section
4941(d) of the Internal Revenue Code or the corresponding provisions of any future
federal tax code;

(2) The Corporation shall make distributions of such amounts for each taxable year at
any time and in such manner as not to become subject to the tax imposed by section
4942 of the Internal Revenue Code or the corresponding provisions of any future
federal tax code;

(3) The Corporation shall not retain any excess business holdings as defined in section
4943(c) of the Internal Revenue Code or the corresponding provisions of any future
federal tax code;

(4) The Corporation shall not make any investments in such manner as to subject it to
tax under section 4944 of the Internal Revenue Code or the corresponding provisions
of any future federal tax code; and,

(5) The Corporation shall not make any taxable expenditures as defined in section
4945(d) of the Internal Revenue Code or the corresponding provisions of any future
federal tax code.

Article V

The duration of the Corporation shall be perpetual.

Article VI

The Corporation shall have members.

Article VII

The address of the initial registered office of the Corporation is 100 Colonial Bank
Boulevard, Suite B-201; Montgomery, AL 36117. The name of the Corporation’s registered agent
at that address is R. Brian Tipton.
Article VIII

The number of Directors constituting the initial Board of Directors shall be six (6). The names and addresses of the Corporation’s initial Directors are as follows:

Cynthia Willett
Department of Philosophy
561 S. Kilgo Circle
Emory University
Atlanta, GA 30322

Leonard Lawlor
Penn State University
Department of Philosophy
240 Sparks Building
University Park, PA 16802

Shannon Lundeen
Alice Paul Center
University of Pennsylvania
249 S. 36th Street
411 Cohen Hall
Philadelphia, PA 19104-6304

Amy Allen
Department of Philosophy
205 Thornton Hall
Dartmouth College
Hanover, NH 03755

Andrew Cutrofello
Loyola University Chicago
Philosophy Department
6525 North Sheridan Road
Chicago, IL 60626

Anthony Steinbock
Southern Illinois University, Carbondale
Department of Philosophy
980 Faner Drive, Room 3065
Carbondale, IL 62901-4505

Article IX

The number, selection, and terms to be served by the Directors and the regulation of the internal affairs of the Corporation shall be as provided in the Corporation’s Bylaws, except that each of the initial Directors named in Article VIII shall serve through the first annual meeting of the Corporation’s members or until their successors have been duly elected and qualified.
Article X

The Board of Directors shall adopt initial Bylaws for the Corporation, and the power to alter, amend, or repeal the Bylaws as well as the power to adopt new Bylaws shall be as provided in the Corporation's Bylaws.

Article XI

The name and the address of the Incorporator are as follows:

R. Brian Tipton
100 Colonial Bank Boulevard, Suite B-201
Montgomery, AL 36117

Article XII

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

Article XIII

These Articles of Incorporation may be amended as provided in the Alabama Non-Profit Corporation Act, or any future act.

IN WITNESS THEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this the 28th day of January, 2009.

Society for Phenomenology and Existential Philosophy

By: R. Brian Tipton
Incorporator

THIS INSTRUMENT PREPARED BY:
R. BRIAN TIPTON, ESQ.
SASSER, SEFTON, CONNALLY, TIPTON & DAVIS, P.C.
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Montgomery, Alabama 36124-2127
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