

# ARTICLES OF INCORPORATION

OF

## HOLIDAY HEARTS, INC.

*(A Virginia Nonstock Corporation)*

Pursuant to Chapter 10 of Title 13.1 of the Code of Virginia, the undersigned incorporator(s) state(s) as follows:

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### ARTICLE I – NAME

The name of the corporation is:

**Holiday Hearts, Inc.**

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### ARTICLE II – MEMBERS

The corporation shall have no members.

All corporate powers shall be exercised by or under the authority of, and the affairs of the corporation managed under the direction of, the Board of Directors.

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### ARTICLE III – DIRECTOR SELECTION

The directors of the corporation shall elect their successors.

The number of directors shall be fixed in the bylaws, provided that the corporation shall have not fewer than two (2) directors. Directors shall serve for such terms as may be provided in the bylaws.

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### ARTICLE IV – REGISTERED AGENT

A. The name of the corporation's initial registered agent is:

**Lindsay Kraus**

B. The initial registered agent is an individual who is a resident of the Commonwealth of Virginia.

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## **ARTICLE V – REGISTERED OFFICE**

A. The corporation's initial registered office, which is identical to the business office of the registered agent, is:

7371 Atlas Walk Way, #301  
Gainesville, VA 20155

B. The registered office is located in the county of Prince William.

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## **ARTICLE VI – PURPOSE**

The corporation is organized exclusively for charitable and community benefit purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Without limiting the generality of the foregoing, the specific purposes of the corporation include:

Providing holiday lighting, decorative installations, seasonal décor, and holiday-related activity services to underserved populations throughout Northern Virginia, including but not limited to families, nonprofit organizations, shelters, community facilities, and similar institutions, in order to promote joy, dignity, inclusion, and community connection during the holiday season.

The corporation may make distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code.

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## **ARTICLE VII – LIMITATIONS ON ACTIVITIES**

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 set forth herein.

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 activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

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## **ARTICLE VIII – INITIAL DIRECTORS**

The initial directors of the corporation and their addresses are:

1. **Lindsay Kraus**  
Address: 9547 Auburn Rd, Nokesville, VA 20181
  
2. **Matthew Kraus**  
Address: 9547 Auburn Rd, Nokesville, VA 20181

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## **ARTICLE IX – 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 shall be distributed to the federal government, or to a state or local government, for a public purpose.

Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county or city in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as the Court shall determine, which are organized and operated exclusively for such purposes.

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## **ARTICLE X – INCORPORATOR**

The name and address of the incorporator is:

**Lindsay Kraus**

Address: 9547 Auburn Rd, Nokesville, VA 20181

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## **SIGNATURE**

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 27th day of February, 2026



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Lindsay Kraus, Incorporator