

Exhibit C

ATTACHED STATEMENT TO ARTICLES OF INCORPORATION OF
KOREA INTER-PARLIAMENTARY EXCHANGE CENTER.

1. The corporation shall be a charitable nonprofit corporation established under the District of Columbia Nonprofit Corporation Act of 2010 (the "Nonprofit Act"). The nature of the business and the purpose of the Corporation are as follows:
 - (a) The Corporation is organized and operated exclusively for the promotion of social welfare within the meaning of Section 501(c)(4) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future federal tax code (the "Code"). The Corporation is, and at all times shall be, organized and operated exclusively for purposes of promoting the common good and general welfare of the community and bringing about betterments and social improvements in the community within the meaning of Section 501(c)(4) of the Code. In this connection, the Corporation will operate to improve the welfare of individuals and communities by, among other things, supporting policies, activities and programs through education and advocacy for the adoption or rejection of legislation and policies on issues related to the promotion of bilateral relationships between the United States of America and the Republic of Korea and between the respective legislative branches of the two countries.
 - (b) To do, exercise and perform any act, thing or power necessary, suitable or desirable for the accomplishment of the foregoing social welfare purposes, including, without limitation, fundraising for said purposes, or the attainment of any objectives, or the furtherance of any powers which are lawful purposes, objectives or powers of a nonprofit corporation organized under the Nonprofit Act, and to have and exercise all of the powers conferred by the laws of the District of Columbia upon such nonprofit corporations organized under the Nonprofit Act, including, but not limited to the following:
 - i. To receive and accept property, whether real, personal, or mixed, by way of gift, bequest or devise, from any person, firm, trust, government entity or corporation, to be held, administered and disposed of in accordance with and pursuant to the governing instruments of the Corporation, as the same shall be amended from time to time;
 - ii. To perform all other acts necessary or incidental to the above and to do whatever is deemed necessary, useful, advisable or conducive, directly or indirectly, as determined by the Board of Directors to carry out any of the purposes of the Corporation, as set forth in these Articles of Incorporation, including the exercise of all other power and authority enjoyed by corporations generally by virtue of the provisions of the Nonprofit Act (within and subject to the limitations of Section 501(c)(4) of the Internal Revenue Code, as amended); and

- (c) The Corporation shall, notwithstanding anything contained herein to the contrary, serve only such purposes and functions and shall engage only in such activities as are consonant with the purposes set forth in this section and as are permitted by organizations entitled to tax-exempt status under Section 501(c)(4) of the Internal Revenue Code, as amended.
 2. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income taxation under Section 501(c)(4) of the Internal Revenue Code, as amended.
 - (a) The Corporation shall be neither organized nor operated for pecuniary gain or profit.
 - (b) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any director, officer or employee of the Corporation, or any other private person; but 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 as set forth in hereof.
 - (c) It is intended that the corporation shall have, and continue to have, the status of an organization which is exempt from federal income taxation under Sections 501(a) and 501(c)(4) of the Internal Revenue Code, as amended. All terms and provisions of these Articles of Incorporation and the Bylaws of the Corporation, and all authority and operations of the Corporation, shall be construed, applied and carried out in accordance with such intent.
 - (d) Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation by distributing those assets exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for public charitable uses and purposes as shall at the time qualify as exempt from taxation under Sections 501(a) and 501(c)(3) of the Internal Revenue Code, as amended, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction for the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said court shall determine which are organized and operated exclusively for such purposes.
3. The initial directors of the Corporation shall be Byoungchoul Song, Heeseok Park, and Somin Jun.
4. Except as otherwise provided in these Articles of Incorporation or by the Bylaws as from time to time amended, the business and affairs of the Corporation shall be managed by the Board of Directors or the "Board," which shall have all of the customary powers of a Board and whose actions shall be deemed to be actions of the governing body for all purposes of the Nonprofit Act, to the extent that such powers and duties are not inconsistent with the status of the Corporation as a nonprofit corporation, which is exempt from federal income taxation

under Sections 501(a) and 501(c)(4) of the Internal Revenue Code, as amended. The number, qualifications, terms of office, manner of election, time and place of meeting, and power and duties of the Board shall be as set forth in the Bylaws of the Corporation.

5. The Corporation shall have and may exercise, to the fullest extent permitted by the laws of the District of Columbia, and as provided in the Bylaws as in effect from time to time, the power to indemnify its officers, directors, employees and agents, and persons acting at the request of the Corporation as directors, officers, partners, trustees, employees or agents of other entities, whether corporations, partnerships, joint ventures, limited liability companies, trusts or other enterprises, or non-profit entities.

- (a) No director or officer of the Corporation shall be liable for any debts or obligations of the Corporation, and creditors shall look only to the assets of the Corporation for satisfaction of any debts or obligations of the Corporation.

- (b) To the fullest extent permitted by applicable law, the Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative or investigative (other than (i) in connection with a proceeding by or in the right of the Corporation or (ii) in connection with any other proceeding in which the person was adjudged liable on the basis that personal benefit was improperly received by the person, whether or not involving action in the person's official capacity) by reason of the fact that he or she is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise, against reasonable expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit, or proceeding if he or she conducted himself or herself in good faith and if he or she reasonably believed (i) in the case of conduct in his or her official capacity, that such conduct was in the best interests of the Corporation; (ii) in all other cases, that such conduct was at least not opposed to the best interests of the Corporation; and (iii) in the case of any criminal proceeding, that the individual had no reasonable cause to believe such conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, in and of itself, create a presumption that a person did not act in a manner which he or she believed in good faith to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his or her conduct was unlawful.

- (c) To the fullest extent permitted by applicable law, the Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit or proceeding by or in the right of the Corporation by reason of the fact he or she is or was a director, officer, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another Corporation, partnership, joint venture, trust or other enterprise, against reasonable expenses only (including attorneys' fees) actually

and reasonably incurred by him or her in connection with such action, suit or proceeding if it is determined that he or she conducted himself or herself in good faith and if he or she reasonably believed (i) in the case of conduct in his or her official capacity, that such conduct was in the best interests of the Corporation; (ii) in all other cases, that such conduct was at least not opposed to the best interests of the Corporation; and (iii) in the case of any criminal proceeding, that the individual had no reasonable cause to believe such conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, in and of itself, create a presumption that a person did not act in a manner which he or she believed in good faith to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his or her conduct was unlawful.

- (d) To the extent that a person indemnified under this Section has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in sections (b) and (c) above, or in defense of any claim, issue, or matter therein, he or she shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him/her in connection therewith.
- (e) Expenses incurred in defending a civil or criminal action, suit, or proceeding shall, to the fullest extent permitted by law, be paid by the corporation in advance of the final disposition of such action, suit, or proceeding upon receipt of (i) a written affirmation of the director, officer, employee, or agent of his or her good faith belief that he or she has met the standard of conduct set forth herein or that the proceeding involves conduct for which liability has been eliminated and (ii) with a written undertaking by or on behalf of the director, officer, employee, or agent to repay such amount if it is ultimately determined that such person is not entitled to indemnification.
- (f) The indemnification provided by this Article shall not be deemed exclusive of any other rights, in respect of the indemnification or otherwise, to which those seeking indemnification may be entitled under any Bylaw or resolution approved by the affirmative vote of the Directors taken at a meeting the notice of which specified that such Bylaw or resolution would be placed before the Board members, both as to action by a director, officer, employee, or agent in his or her official capacity and as to action in another capacity while holding such office or position, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person. The indemnification provided by this Article shall be considered a contract right of the covered person.
- (g) The Corporation and its officers shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee, or agent of the Corporation, or is or was serving at the request of the corporation as a Board member, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his or her status as such,

whether or not the Corporation would have the power to indemnify him or her against such liability under the provisions of this Article.

6. For purposes of these Articles of Incorporation, "promotion of social welfare" shall mean primarily engaging in promoting in some way the common good and general welfare of the people of the community. Embraced within this definition is operating primarily for the purpose of bringing about civic betterments and social improvements. The definition provided in this Paragraph 6 shall have the meanings as set forth in Treas. Reg. Section 1.501(c)(4)-1(a)(2) and the rulings and cases with respect thereto.
7. All references in these Articles of Incorporation to sections of the "Internal Revenue Code" shall be considered references to the Internal Revenue Code of 1986, as from time to time amended, and to the corresponding provisions of any applicable future United States Internal Revenue Law, and to all Treasury Regulations issued under such sections and provisions.

Initial File #: N00007983751

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF LICENSING AND CONSUMER PROTECTION
CORPORATIONS DIVISION



C E R T I F I C A T E

THIS IS TO CERTIFY that all applicable provisions of the District of Columbia Business Organizations Code have been complied with and accordingly, this ***CERTIFICATE OF INCORPORATION*** is hereby issued to:

Korea Inter-Parliamentary Exchange Center

Effective Date: 3/22/2024

IN WITNESS WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed as of 3/22/2024 9:34 AM

Business and Professional Licensing Administration



Rebecca Janovich

REBECCA JANOVICH
Superintendent of Corporations,
Corporations Division

Muriel Bowser
Mayor

Tracking #: afct1odx

Reset Form



WE ARE
 GOVERNMENT OF THE
 DISTRICT OF COLUMBIA
 DC MURIEL BOWSER, MAYOR

**District of Columbia Government
 Corporations Division**

**Articles of Incorporation of Domestic Nonprofit Corporation
 Form DNP-1, Ver. 6, September 2023**

One or more persons acting as the incorporator or incorporators under the provisions of the Title 29 of D.C. Code (Business Organizations Act) adopt the following Articles of Incorporation:

1. Corporation Name
 Korea Inter-Parliamentary Exchange Center

2. The corporation will have members
 Yes No

3. Registered Agent's name and address in the District Columbia
 C T Corporation System, 1015 15th Street N.W., Suite 1000 Washington, D.C. 20005


4. The corporation is incorporated as a nonprofit corporation under D.C. Code Title 29 Chapter 4.

5. State the names and addresses of each person (member and director and officer) that has control over this corporation (review instruction sheet for more information)
 SONG, Byoungchoul, Director, 1 Uisadang-daero Yeongdeungpo-gu, Seoul, Korea
 PARK, Heeseok, Director, 1 Uisadang-daero Yeongdeungpo-gu, Seoul, Korea
 JUN, Somin, Director, 1 Uisadang-daero Yeongdeungpo-gu, Seoul, Korea

6. Miscellaneous Provisions (may attach statement)
 See attached statement.

If you sign this form you agree that anyone who makes a false statement can be punished by criminal penalties of a fine up to \$1000, imprisonment up to 180 days, or both, under DCOC § 22-2405;

7. Incorporators Name & Address
 Woojin Shin, 101 Constitution Ave, NW, Suite 900
 Washington, D.C., 20001

7A. Incorporators Signature and Date
 03/19/2024

Mail all forms and required payment to:
 Department of Licensing and Consumer Protection
 Corporations Division
 PO Box 712300
 Philadelphia, PA 19171-2300
 Phone: (202) 442-4432

Many corporate filings are available online.
 Go to our CorpOnline site at <https://corponline.dlcp.dc.gov> and sign in with Access DC to proceed.
 Online filings are paid by credit card.

EXECUTION

In accordance with 28 U.S.C. § 1746, and subject to the penalties of 18 U.S.C. § 1001 and 22 U.S.C. § 618, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this statement filed pursuant to the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, that he/she is familiar with the contents thereof, and that such contents are in their entirety true and accurate to the best of his/her knowledge and belief.

Date

Printed Name

Signature

7/22/25

JAMES L. WAYMAN

James L. Wayman

