

Delaware

The First State

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*I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND
CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF
"MORINGACONNECT INC." FILED IN THIS OFFICE ON THE EIGHTH DAY
OF FEBRUARY, A.D. 2018, AT 4:37 O`CLOCK P.M.*

*A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO
THE SUSSEX COUNTY RECORDER OF DEEDS.*



A handwritten signature in black ink, appearing to read "JBullock", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

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SR# 20180848497

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 202127644
Date: 02-09-18

**CERTIFICATE OF INCORPORATION
OF
MORINGACONNECT INC.**

February 8, 2018

The undersigned, for the purpose of creating and organizing a corporation under the provisions of and subject to the requirements of the General Corporation Law of the State of Delaware (the “DGCL”), certifies as follows:

FIRST. The name of the corporation is MoringaConnect Inc. (the “Corporation”).

SECOND. The address of the registered office of the Corporation in the State of Delaware is 16192 Coastal Highway, Lewes, County of Sussex, Delaware, 19958. The name of the Corporation’s registered agent at such address is Harvard Business Services, Inc.

THIRD. The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the DGCL in order to improve the lives of farming families in developing countries through the moringa tree and other high value crops.

FOURTH. The total number of shares of stock, which the Corporation shall have the authority to issue, is 1,000 shares of common stock with a par value of \$0.01 per share.

FIFTH. The name and mailing address of the incorporator of the Corporation are Emily Cunningham, 21 Granite St, #2, Somerville MA 02143.

SIXTH. Unless and except to the extent that the bylaws of the Corporation (the “Bylaws”) shall so require, the election of directors of the Corporation need not be by written ballot. The initial directors of the Corporation to serve in accordance with the Bylaws until his or her successor is duly elected and qualified or until his or her earlier resignation or removal in accordance with the Bylaws shall be Kwami Williams and Emily Cunningham.

SEVENTH. To the fullest extent permitted by law, a director of the Corporation shall not be personally liable to the Corporation or to its stockholders for monetary damages for any breach of fiduciary duty as a director. No amendment to, modification of or repeal of this paragraph SEVENTH shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment.

EIGHTH. In furtherance and not in limitation of the powers conferred by statute, the Board of Directors of the Corporation is expressly authorized to adopt, amend or repeal the Bylaws or adopt new Bylaws without any action on the part of the stockholders; provided that any Bylaw adopted or amended by the Board of Directors of the Corporation, and any powers thereby conferred, may be amended, altered or repealed by the stockholders.

NINTH. A director of the Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the DGCL, or (iv) for any transaction from which the director derived an improper personal benefit. If the DGCL is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the DGCL, as so amended. Any repeal or modification of this Article Ninth by the stockholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

TENTH. Each person who is or was a director or officer of the Corporation, and each person who serves or served at the request of the Corporation as a director or officer of another enterprise, shall be indemnified by the Corporation in accordance with, and to the fullest extent authorized by, the DGCL as it may be in effect from time to time.

[Signature page follows.]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Incorporation as of the date first above written.

Incorporator

By:  _____
Name: Emily Cunningham, Incorporator