

State of Florida



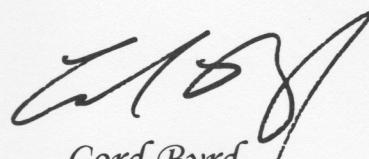
Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of ORLANDO ROBOTICS FOUNDATION, INC., a Florida corporation, filed on August 16, 2023, as shown by the records of this office.

The document number of this corporation is N23000010907.



Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this the
Thirteenth day of September, 2023



Cord Byrd
Secretary of State

Articles of Incorporation

In compliance with Chapter 617 of Florida Statutes
for the purpose of forming a nonprofit corporation.

Article 1: Name

The name of the corporation shall be Orlando Robotics Foundation, Inc. (the "Corporation").

Article 2: Principal Office

The principal address is:

4410 WATERSIDE POINTE CIR
ORLANDO, FL 32829-7232

The mailing address is:

PO BOX 781291
ORLANDO, FL 32878-1291

Article 3: Duration

This Corporation shall commence corporate existence upon the filing of these Articles of Incorporation and shall have perpetual existence unless sooner dissolved according to law.

Article 3: Purpose

The Corporation is a non-profit corporation and shall operate exclusively for educational and charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. More specifically, the Corporation is dedicated to educating students in the areas of science, technology, engineering, mathematics, and the arts, and supporting educational robotics programs in the state of Florida.

Article 4: Non-Profit Nature

No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, directors, 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 3.

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 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 5: Dissolution

Upon the dissolution of the corporation, after paying or making provisions for the payment of all the legal liabilities 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 the 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. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of 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.

Article 6: Manner of Election

The Bylaws of the corporation shall govern the manner of elections, terms of office, and qualifications of members of the Board of Directors. The initial officers and directors shall serve until the election of their successors as per the Bylaws.

Article 7: Initial Officers and Directors

| | |
|-----------|---|
| President | Austin Foster 4410 Waterside Pointe Cir Orlando, FL 32829-7232 |
| Secretary | Avari Mallonee 1061 Spring Mill Dr Winter Garden, FL 34787-5532 |
| Treasurer | Scott Clements 1036 Sherrington Road Orlando, FL 32804-2219 |
| Director | Po Dickison 3225 Lockwood Blvd Oviedo, FL 32765-9198 |
| Director | Eric Grajales 9120 Shadowbrook Trail Orlando, FL 32825-7562 |

Article 8: Membership

The Corporation will have no members. The management of the affairs of the Corporation shall be vested in the Board of Directors, as defined in the Bylaws.

Article 9: Indemnification

The Corporation shall indemnify and hold harmless all its directors, officers, employees and agents, and former directors, officers, employees, and agents from and against all liabilities and obligations, including attorneys' fees, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such to the fullest extent permitted under applicable law.

Article 10: Amendment

These Articles of Incorporation may be amended at any time by a resolution adopted by a vote of the majority of the directors present at any annual or special meeting, provided a quorum is present, provided that due notice of the proposed amendment has been given to the board of directors.

Article 11: Registered Agent

The name and address of the Registered Agent is:

Austin Foster
4410 WATERSIDE POINTE CIR
ORLANDO, FL 32829-7232

Article 12: Incorporator

The name and address of the Incorporator is::

Austin Foster
4410 WATERSIDE POINTE CIR
ORLANDO, FL 32829-7232

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Austin Foster

Austin Foster, Registered Agent

August 8, 2023

Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Austin Foster

Austin Foster, Incorporator

August 8, 2023

Date

State of Florida



The Great Seal of the State of Florida, featuring a central shield with a Native American figure holding a bow and arrow, a ship on the water, and a rising sun over mountains. Above the shield is a crest with a palm tree, and a banner at the bottom reads "IN GOD WE TRUST".

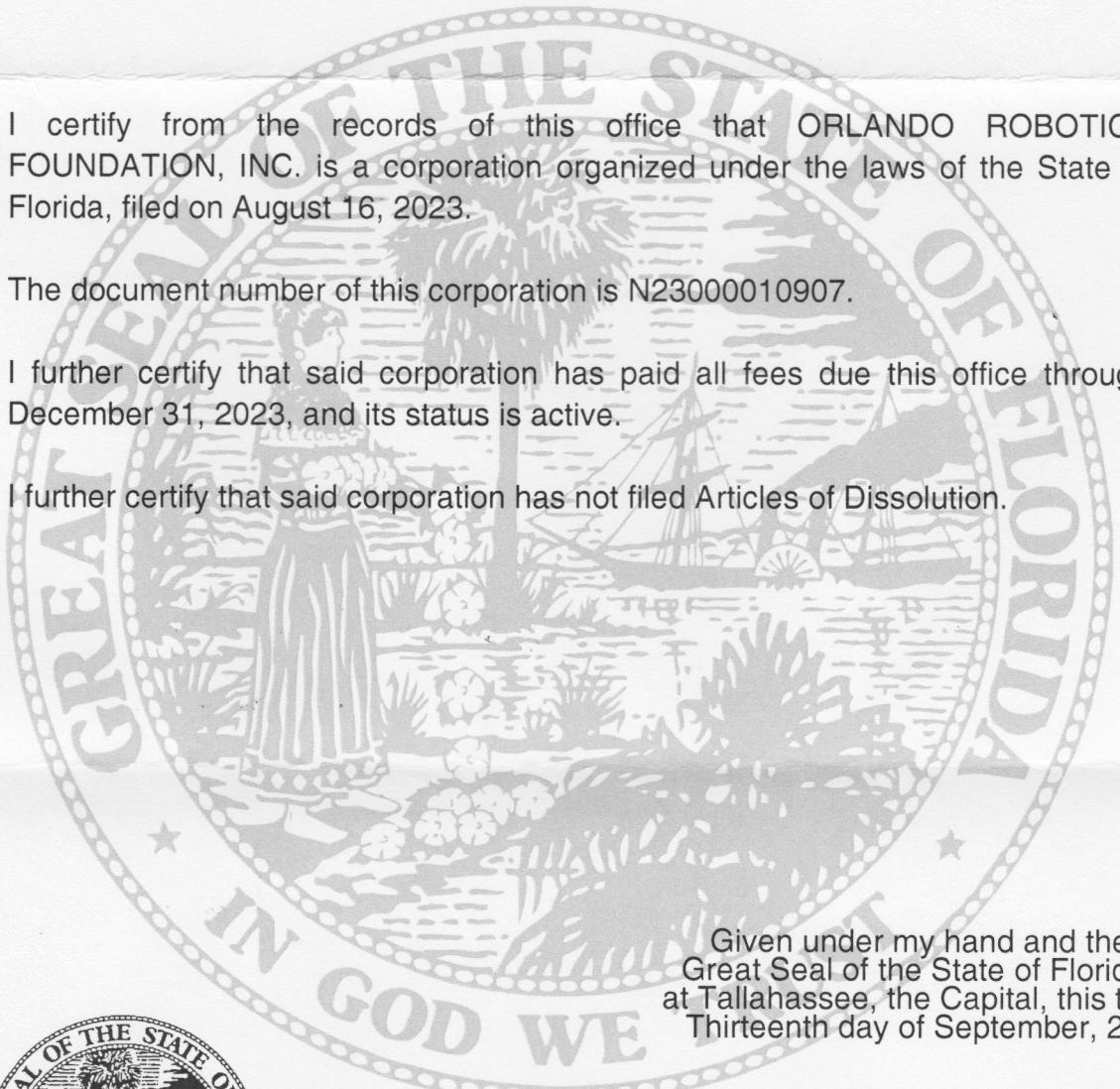
Department of State

I certify from the records of this office that ORLANDO ROBOTICS FOUNDATION, INC. is a corporation organized under the laws of the State of Florida, filed on August 16, 2023.

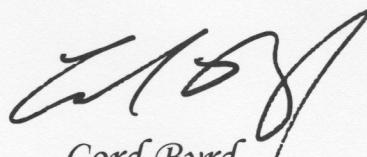
The document number of this corporation is N23000010907.

I further certify that said corporation has paid all fees due this office through December 31, 2023, and its status is active.

I further certify that said corporation has not filed Articles of Dissolution.



Given under my hand and the Great Seal of the State of Florida at Tallahassee, the Capital, this the Thirteenth day of September, 2023



Cord Byrd
Secretary of State