#### STATE OF DELAWARE CERTIFICATE OF INCORPORATION A NON-STOCK CORPORATION

Articles of Incorporation of **AMERIONE CORPORATION**.

The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of the State of Delaware, do hereby certify:

#### Article I

The name of the Corporation shall be **AMERIONE CORPORATION**.

### **Article II**

The place in this state where the principal office of the Corporation is to be located is the City of <u>Dover</u>, <u>Kent</u> County. The Registered Office of the corporation in the State of Delaware is located at <u>8</u> <u>The Green</u>, <u>STE A</u>, <u>Dover</u>, <u>DE 19901</u>. The name of the Registered Agent at such address upon whom process against this corporation may be served is <u>A Registered Agent</u>, <u>Inc</u>

### Article III

Said corporation is organized exclusively for charitable, housing, tourism, educational, and scientific 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. This Corporation shall be a nonprofit corporation.

# **Article IV**

The corporation shall not have any capital stock.

## **Article V**

Membership provisions of this corporation are defined in the bylaws.

# **Article VI**

The names and addresses of the person(s) who are the incorporator(s) of the corporation are as follows:

Name

PATRICK O INGLE

Address

PO BOX 142814, GAINESVILLE, FL 32614

# **Article VII**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, 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 Third hereof. 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. "Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the exempt purposes of this corporation."

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 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 VIII**

The corporation is organized as a **private operating foundation** and are not subject to the excise tax on the failure to distribute income.

- 1. The corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- 2.The corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- 3.The corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- 4.The corporation will not make any taxable expenditures as defined in section 4945 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

# **Article IX**

The corporation intends to meet the income test for private operating foundation through the following, but not limited to the following activities, when applicable and lawful: charitable donations, private donations, tax exempt bond issuance as defined in IRS Publications 4077, 4078 and related.

In witness whereof, we have hereunto subscribed our names this 11th day of January, 2021.

Patrick O Ingle Incorporator