

# Articles Of Incorporation

## OF

### InnoHub LIBERIA

We, the undersigned, for the purpose of forming a business corporation under the laws of the Republic of Liberia, specifically pursuant to the provisions of the **Liberian Code of Law Revised, Volume II, Title 5, Association Law**, hereby make, subscribe, acknowledge, and file this instrument with the Liberian Business Registry as follows:

#### ARTICLE I: NAME

The name of the corporation shall be **InnoHub LIBERIA** (hereinafter referred to as 'The Hub').

#### ARTICLE II: AIMS AND OBJECTIVES

The aims, objectives, and nature of the business to be transacted by The Hub shall include, but are not limited to, the following:

1. **Research and Consultancy:** To engage in cutting-edge research in education, scientific fields, and related areas.
2. **Data Analytics and Reporting:** To perform data analysis, statistical modeling, predictive analysis, and reporting.
3. **Data Infrastructure Development:** To design, develop, and implement data infrastructure and customized recommendation systems.

4. **Strategic Planning for Education, scientific fields, and related areas:** To provide strategic planning and implementation services for educational institutions, scientific institutions, and related institutions.
5. **STEM Education Promotion:** To promote and develop Science, Technology, Engineering, and Mathematics (STEM) programs.
6. **Training and Capacity Building:** To provide educators and students with modern teaching tools through workshops, training sessions, mentorship, and coaching.
7. **Technology Import and Supply:** To import and sell technology products and systems.
8. **Customized Software Solutions:** To develop and supply software and computerized systems including customized database applications for corporate entities, public institutions, private businesses, and governments.

## ARTICLE III: DURATION

The Hub shall have **perpetual existence**, unless dissolved in accordance with the laws of the Republic of Liberia.

## ARTICLE IV: PRINCIPAL ADDRESS AND REGISTERED AGENT

The Hub's principal place of business shall be located in **Monrovia, Montserrado County, Republic of Liberia**. The Hub's **registered agent** shall be designated upon filing and may be changed from time to time in compliance with Liberian law.

## ARTICLE V: CAPITAL

The Hub shall commence business with an initial capital of **Five Thousand United States Dollars (USD 5,000.00)** or its equivalent in Liberian Dollars or other currencies accepted by law.

## ARTICLE VI: SHARES

The Hub is authorized to issue a total of **100 shares** of **common stock without par value**.

1. The Hub shall maintain a **share registry** where all shareholders, including those with bearer shares, are recorded.
2. The shares shall be of **one class** unless otherwise provided by a resolution of the shareholders.
3. Ownership interests shall be evidenced by **share certificates** duly issued by the Hub.
4. No public invitation to subscribe to shares or debentures shall be allowed.
5. Transfers of shares shall be subject to the following conditions:
  - (a) Existing shareholders shall have the **first right of refusal** to acquire shares offered for sale.
  - (b) If shareholders decline, the shares may be offered to the Hub or other third parties.

## ARTICLE VII: SHAREHOLDERS

The names and percentage of shares held by the initial shareholders are as follows:

Name	Number of Shares	Percentage (%)
Alton V. Kesselly	70	70%
Abednego G. Karpennoh	10	10%
Soko A. Kanneh	10	10%
Elijah Moore	10	10%

## ARTICLE VIII: BOARD OF DIRECTORS

The Hub shall have an initial **Board of Directors** consisting of no fewer than **three (3) members**. The Directors shall serve until their successors are duly elected and qualified

in accordance with the Corporation's By-laws and the **Business Corporation Act of 1976, as amended.**

## ARTICLE IX: INCORPORATORS

The names and addresses of the **Incorporators** of this Hub are:

Name	Address
Alton V. Kesselly	Monrovia, Montserrado County
Soko Kanneh	Monrovia, Montserrado County
Abednego G. Karpennoh	Paynesville, Montserrado County
Elijah Moore	Brewerville, Montserrado County

## ARTICLE X: POWERS OF THE BOARD OF DIRECTORS

In addition to the powers conferred by the **Liberian Business Corporation Act**, the Board of Directors shall have the authority to:

1. **Issue Replacement Stock Certificates:** The Board may authorize the issuance of new stock certificates if the original certificates are lost or destroyed, upon such terms as the Board may deem appropriate, including advertising and indemnity requirements.
2. **Adopt, Amend, or Repeal By-laws:** The Board shall have the power to adopt, amend, or repeal the Hub's By-laws.
3. **Elect Officers:** The Board shall elect The Hub's officers, including but not limited to the **President, Secretary, and Treasurer**, as necessary to manage the Hub's affairs.

## ARTICLE XI: AMENDMENTS

The Hub reserves the right to **alter, amend, or repeal** any provisions of these Articles of Incorporation, in the manner now or hereafter prescribed by the Liberian Corporation

Act, and All rights conferred upon the stockholder(s) herein are granted subject to this reservation.

## ARTICLE XII: INDEMNITY

The Hub shall not indemnify any Director or Officer unless such actions were undertaken in **good faith** and in the performance of corporate duties authorized by The Hub.

## ARTICLE XIII: CORPORATE COMMENCEMENT

The Hub's existence shall commence upon the **filing of these Articles of incorporation** with the **Liberian Business Registry**, effective as of the filing date stated thereon.

## SIGNATURES AND ACKNOWLEDGEMENTS

IN WITNESS WHEREOF, we, the undersigned Incorporators, have executed these Articles of Incorporation this \_\_\_\_ day of **November, A.D. 2024**.

**WITNESSES:**

\_\_\_\_\_  
(Signature)

INCORPORATOR

\_\_\_\_\_  
**Alton V. Kesselly**

\_\_\_\_\_  
(Signature)

INCORPORATOR

\_\_\_\_\_  
**Soko Kanneh**

\_\_\_\_\_  
(Signature)

INCORPORATOR

\_\_\_\_\_  
**Abednego G. Karpennoh**

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**(Signature)**

INCORPORATOR

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**Elijah Moore**