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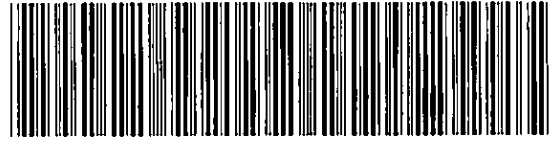
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1. **RASMUSSEN FOUNDATION, INC**
(CORPORATE NAME AND DOCUMENT #)

2. _____
(CORPORATE NAME AND DOCUMENT #)

3. _____
(CORPORATE NAME AND DOCUMENT #)

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**SPECIAL
INSTRUCTIONS:**

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CLERK OF STATE
TALLAHASSEE, FL

ARTICLES OF INCORPORATION
OF
RASMUSSEN FOUNDATION, INC.
(a Florida Nonprofit Corporation)

The undersigned, acting as incorporator of a corporation under Chapter 617 of the Florida Statutes, the Florida Not-For-Profit Corporation Act, adopt the following Articles of Incorporation for such Corporation:

ARTICLE I
NAME

The name of the Corporation is Rasmussen Foundation, Inc.

ARTICLE II
PURPOSE

The purposes for which the Corporation is organized are to receive contributions, including real, intangible or personal property, or combinations thereof, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable and educational purposes either (a) directly for the protection, rescue, welfare, refuge and sanctuary for/of domestic animals, endangered species and wildlife or (b) by contributions to organizations that (i) focus on the protection, rescue, welfare, refuge and sanctuary for/of domestic animals, endangered species and wildlife and (ii) qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

ARTICLE III
GENERAL RESTRICTITONS AND REQUIREMENTS

A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Director, Officer, or member of the Corporation, or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation, and reasonable expenses may be paid thereto, affecting one or more of the Corporation's purposes), and no Director or Officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on the dissolution of the Corporation. No substantial part of the activities of the Corporation shall include the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall neither participate nor intervene (including the publication or distribution of statements) in any political campaign on behalf of any candidate for public office, at any time.

B. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and the Regulations as they now exist or as they may hereafter be amended.

C. The Corporation shall distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

D. The Corporation shall 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.

E. The Corporation shall 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.

F. The Corporation shall 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.

G. The Corporation shall not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

H. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purpose or to such organization or organizations, as the Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV PRINCIPAL OFFICE AND ADDRESS

The address of the principal office of the Corporation is 2425 Tamiami Trail North, Suite 211, Naples, Florida 34103, and the mailing address of the Corporation is the same.

**ARTICLE V
DURATION**

The term of the Corporation is perpetual.

**ARTICLE VI
DIRECTORS**

The Corporation shall have no less than three (3) directors. The method of the election of the Directors of the Corporation is set forth in the Bylaws of the Corporation.

**ARTICLE VII
MEMBERS**

The Corporation shall have no members.

**ARTICLE VIII
REGISTERED OFFICE AND AGENT**

The registered office of the Corporation shall be located at Wilson & Johnson, 2425 Tamiami Trail North, Suite 211, Naples, Florida 34103. The name of the registered agent of the Corporation at that address is Robert M. Buckel.

**ARTICLE IX
INCORPORATOR**

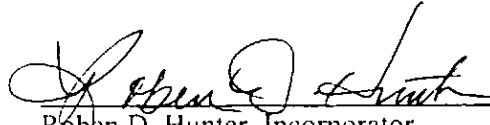
The name and address of the incorporator is as follows:

Roben D. Hunter
c/o Hunter Advisors, PLLC
4470 W 78th St Circle, Suite 200
Bloomington, MN 55435

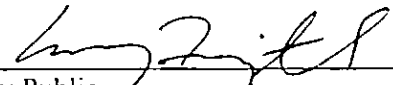
**ARTICLE X
AMENDMENT**

The Corporation reserves the right, by the affirmative vote of the majority of the Corporation's Board of Directors, to amend or repeal any provision or provisions contained in these Articles of Incorporation or any amendment to them in any manner which does not contravene the purposes of the Corporation as stated herein and which would not adversely affect the Corporation's status as an organization qualifying under Section 501(c)(3) of the Internal Revenue Code of 1986.

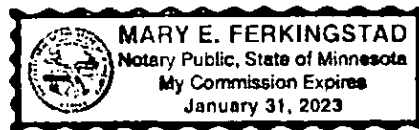
IN WITNESS WHEREOF, the undersigned, being the original subscriber and Incorporator, has signed these foregoing Articles of Incorporation on this 30 day of November, 2021.


Roben D. Hunter, Incorporator

Sworn to and subscribed before
me this 30 day of November, 2021.



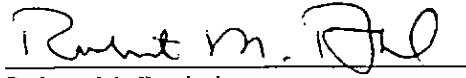
Notary Public
My commission expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of the Rasmussen Foundation, Inc., which is contained in Article VIII of the foregoing Articles of Incorporation. I am familiar with, and accept, the obligations of such a position.

Dated this 7th day of DECEMBER, 2021.


Robert M. Buckel

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SECRETARY OF STATE
STATE OF MISSISSIPPI

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