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CONSTITUTION FOUNDATION

326 First Street, Suite 403
Annapolis, Maryland 21403

Thomas N. Heyer
410 562-4040

April 21, 2021

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: Declaration of Trust

Dear Sir/Madam:

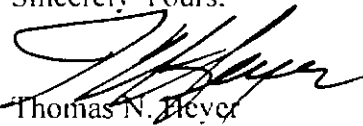
Please accept the attached Declaration of Trust being filed for The Constitution Foundation to do business in the State of Florida. The Foundation is a Massachusetts Charitable Trust whose mission is to provide educational courses at the University level. Although organized as a trust, the Foundation conducts business as any other non-profit. Our plan is to have employees based in Florida and to certify our programs with Florida regulators.

While not a requirement for this filing, we include a additional letter from the Massachusetts Attorney Generals's office confirming our status.

Enclosed is a check for \$358.75 to cover the filing fee.

We appreciate your processing this registration. Should you have any questions, you are also welcome to call em on my cell phone (410) 562-4040.

Sincerely Yours.



Thomas N. Heyer
General Counsel of the
Constitution Foundation

CONSTITUTION FOUNDATION

326 First Street, Suite 403
Annapolis, Maryland 21403

Thomas N. Heyer
410 562-4040

July 19, 2021

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314
Attn: Jessica A Fason

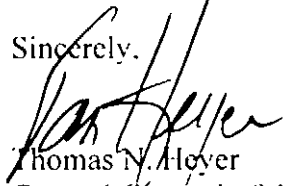
Re: The Constitution Foundation
Ref Number W21000080392
Letter Number 121A00012088
Declaration of Trust

Dear Ms. Fason:

The US Mail tracker shows that my letter of June 14, copy attached, is still in transit to your offices. In the event that it was lost in the mail, I am sending you a substitute copy. I appreciate your prompt review of this submission. If you have any questions feel free to call me on my cell phone 410 562-4040 and I will be happy to answer them!

Many thanks for your assistance.

Sincerely,



Thomas N. Heyer
General Counsel of the
Constitution Foundation

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: The Constitution Foundation

Enclosed is an original and one (1) copy of the Declaration of Trust and a check for:

FEES:

Declaration of Trust	\$350.00
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OPTIONAL:

Certified Copy	\$ 8.75
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FROM: Thomas N. Heyer
Name (Printed or typed)

326 First Street, Suite 403
Address

Annapolis, MD 21403
City, State & Zip

410 562-4040
Daytime Telephone number

AFFIDAVIT TO THE FLORIDA SECRETARY OF STATE
TO FILE OR QUALIFY

THE CONSTITUTION FOUNDATION

A Massachusetts TRUST

In accordance with Section 609.02 of the Florida Statutes, pertaining to
Common Law Declarations of Trust, the undersigned, the Chairman of the
Board of Trustees of THE CONSTITUTION FOUNDATION, a
(Name of Trust)

Massachusetts Trust hereby affirms in order to file or qualify
(State)

THE CONSTITUTION FOUNDATION in the State of Florida
(Name of Trust)

1 Two or more persons are named in the Trust.

2 The principal address is 1850 Towers Crescent Plaza

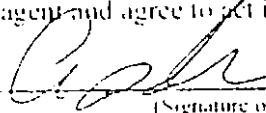
Vienna, Virginia, 22182

3 The registered agent and street address in the State of Florida is:

Carey S. Drake

2201 NE 20th Avenue, Wilton Manor, FL 33305

4 Acceptance by the registered agent: Having been named as registered
agent to accept service of process for the above named Declaration of Trust
at the place designated in this affidavit, I hereby accept the appointment as
registered agent and agree to act in this capacity.



(Signature of Registered Agent)

5 I certify that the attached is a true and correct copy of the Declaration of
Trust under which the association proposes to conduct its business in
Florida.

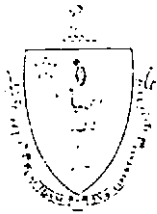
Name: MICHAEL J. S. 442/K
Chairman of the Board of Trustees

NOTARY

Filing Fee: \$350.00

Certified Copy: \$ 8.75 (optional)

2021 JUL 13 PM 1:14



MAURA HEALEY
ATTORNEY GENERAL

THE COMMONWEALTH OF MASSACHUSETTS
OFFICE OF THE ATTORNEY GENERAL
ONE ASHBURTON PLACE
BOSTON, MASSACHUSETTS 02108

(617) 727-2200
(617) 727-4765 TTY
www.mass.gov/ago

March 8, 2021

AG #: 040208

CONSTITUTION FOUNDATION
Thomas Heyer
1850 Towers Crescent Plaza
Vienna, VA 22182

To Whom It May Concern:

Massachusetts General Laws Chapter 12, Sections 8E and 8F requires all non-profit charitable organizations to initially register and file annual reports with the Non-Profit Organizations / Public Charities Division ("Division") of the Office of the Attorney General. Massachusetts General Laws Chapter 68, Section 19, requires a Certificate of Solicitation from the Division prior to engaging in charitable solicitations.

Please be advised that the CONSTITUTION FOUNDATION is registered with the Division as a public charity and assigned AG # 040208, is up to date with its annual filings.

Please feel free to contact me if you have any questions or concerns.

Sincerely,

Amy Bryson
Managing Administrative Assistant
Non-Profit/Public Charities Division
Heath Care & Fair Competition Bureau
(617) 963-2113

THE SAYLOR FOUNDATION

I, MICHAEL J. SAYLOR, of Vienna, Virginia, as Grantor, hereby transfer Ten Dollars (\$10) in trust to myself, as Trustee, upon the trusts hereinafter set forth. As used herein, the term "Trustees" shall be deemed to refer, without limitation, to any sole Trustee serving hereunder from time to time.

FIRST: Additional Property. The Trustees may accept any kind of additional property in trust hereunder from any person at any time.

SECOND: Distributions. The Trustees shall make such distributions, from time to time, to such one or more organizations for such religious, charitable, scientific, testing for public safety, literary, or educational purposes, or for the prevention of cruelty to children or animals, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or as described in Sections 170(c), 2055(a), and 2522(a) of the Code, as the Trustees, in their sole discretion, deem advisable, and may terminate the trust by distributing all of the principal (any such terminating distribution or distributions to be made only to one or more organizations described in Section 501(c)(3) of the Code).

THIRD: Restrictions. In the administration of this trust, the following requirements and prohibitions shall be observed:

A. No part of the net earnings of the trust, if any, shall inure to the benefit of any private shareholder or individual. Except as may be permitted under Section 501(c)(3) and other relevant and successor provisions of the Code from time to time, no substantial part of the activities of this trust shall consist of carrying on propaganda or otherwise attempting to influence legislation. The trust shall not participate in or intervene in (including the publishing

or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

B. Any other provision of this instrument notwithstanding, the Trustees shall make at least such distributions at such times and in such a manner as to avoid subjecting the trust to a tax under Section 4942 of the Code.

C. Any other provision of this instrument notwithstanding, the Trustees are prohibited from engaging in any act of self-dealing as defined in Section 4941(d) of the Code, from retaining any excess business holdings as defined in Section 4943(c) of the Code, from making any investments in such manner as to subject the trust to tax under Section 4944 of the Code, and from making any taxable expenditure as defined in Section 4945(d) of the Code.

D. On any termination of the private foundation status of the trust to which Section 507 of the Code applies, any distribution made to effect such termination of status shall be made (1) to one or more organizations described in Section 507(b)(1)(A) of the Code, or (2) as provided in Section 507(b)(1)(B) of the Code.

E. This trust is intended to qualify in all respects as a tax exempt organization within the meaning of Sections 501(a) and 501(c)(3) of the Code, other relevant and successor provisions of the Code and applicable federal tax regulations. It is also intended that this trust be an organization described in Sections 170(c)(2), 2055(a)(2), and 2522(a)(2) of the Code and successor provisions and applicable regulations thereunder. This instrument shall be construed accordingly, and the Trustees are authorized to make such amendments to this instrument as may

be necessary to achieve such intention, in accordance with the provisions of Article FIFTH, below.

FOURTH: Regarding the administration of the trusts established by this instrument, in general:

A. Trustees' Identity.

1. A reference to "Trustee" or "Trustees" shall be construed to refer to the Trustee or Trustees in office at any time, whether originally named or appointed later, except as otherwise required by the context. Whenever there is a vacancy in the office of Trustee, the remaining Trustee or Trustees shall have all the powers of the Trustees. Any action may be taken when there are more than two (2) Trustees by the affirmative vote of a majority. A Trustee may delegate any part or all of his or her powers to another Trustee to the extent specified in an instrument signed by the delegating Trustee and delivered to the other. Each additional or successor Trustee under this instrument shall have or share all the powers, authority, and exemptions given to the Trustees originally named and shall be subject to the same trusts, without any formality of conveyance. A Trustee may resign (without leave of court or the consent of the Beneficiaries) upon thirty (30) days' prior written notice to another Trustee.

2. There may, but need not, be more than one (1) Trustee hereunder.

3. The person, if any, designated in a writing signed by the Grantor shall become Trustee (as a successor Trustee or as an additional Trustee) upon delivery of his or her signed acceptance of these trusts to the Grantor during the Grantor's lifetime.

4. Whenever there is an appropriate occasion for the appointment of an additional or successor Trustee hereunder, and none is appointed as provided in subparagraph 3, above, the person or persons designated in a writing then signed by a majority of such of the Grantor's issue, the Grantor's parents, the Grantor's siblings and the issue of the Grantor's siblings, as is or are then living, adult and competent, shall become Trustee upon delivery of his or her signed acceptance to any of the signers of such designation. The making of any such designation shall represent a conclusive determination that there is an appropriate occasion for the appointment. The Grantor may nominate one or more candidates for future appointment as Trustee by an informal and nonbinding memorandum given to a Trustee.

5. Any Trustee serving at any time hereunder may be removed from office (with or without cause) by the Grantor, if he is alive and competent, provided, however, that no such Trustee shall be so removed except upon delivery to him or her of a written notice of removal signed by the Grantor, and, provided further that, notwithstanding any other provisions of this trust instrument, any person appointed to succeed any Trustee so removed must be an Independent Trustee (meaning a trustee who has no present or future beneficial interest hereunder, does not owe a duty of support to any person having such an interest, and is neither the transferor of any property held in trust hereunder nor a related or subordinate party (as defined in Section 672(c) of the Code) with respect to any such transferor).

6. Each Trustee, and each person given the power to appoint or ~~remove Trustees hereunder, or to participate in the appointment or removal of Trustees~~ hereunder, shall be deemed competent until the receipt by any Trustee hereunder of actual and

conclusive notice of such person's incapacity, for which purpose the appointment of a guardian or conservator of such person, or the certification of a licensed physician stating that he or she has examined the person within five (5) days prior to the date of the certification and that such person is unable properly to take care of his or her property by reason of advanced age, mental weakness, or mental illness, shall be deemed to be conclusive evidence of such person's incapacity. Upon receipt of such a certification regarding a then serving Trustee, such Trustee shall cease to serve as a Trustee hereunder.

B. Trustees' Powers. The Trustees shall have the following powers without leave of court and without limiting any other power which may be conferred upon them in any other manner (provided, that any such power may be exercised by the Trustees only in a manner not inconsistent with the statement of intent contained in Article THIRD(E), above):

1. Powers Relating to Investments.

a. Authorized Investments. They may retain, invest, and reinvest in real or personal property of any kind, amount, or proportion for any length of time which they deem advisable, including stock of any corporate Trustee under this instrument (or affiliate thereof), participations in any common trust fund of any such Trustee (without prior notice to or assent of any interested person), mutual fund shares, and stock or other securities of any closely held corporation or trust.

b. Voting Rights. They may vote stock or shares of any

~~corporation or trust directly or by proxy in such manner as they deem advisable, they may vote~~

for their own election (or for the election of any employee or agent of the Trustees) as officers, directors or trustees and they may vote in fixing their own compensation.

c. Use of Nominees. They may hold any real or personal property in the name of a nominee without disclosure of the trust.

d. Authority to Make Transfers. No transfer agent, bank, or other person dealing with a Trustee shall be obliged to see to the application of money or other property delivered to the Trustee or to ascertain whether he or she has authority to make transfers.

2. Powers Relating to Disposition of Property.

They may buy, sell, mortgage, pledge, lease (for any length of time), or otherwise deal with real or personal property on such terms as they deem proper; they may take such action as they deem advisable regarding the sale or exchange of securities in connection with any reorganization or other change in capital structure; they may pay any debt or claim on the basis of such evidence as they deem sufficient, and they may compromise any such debt or claim on such terms as they deem proper; they may execute, acknowledge, and deliver a deed, lease, or any other instrument in such manner, in such form, and for such purpose as they deem proper; and they may authorize one or more of their number to sign checks and engage in other banking transactions. They may make contracts binding on the trust estate and without assuming personal liability.

3. Powers Relating to Distributions to Beneficiaries.

a. To Determine Income and Principal. They may decide in such manner as they deem proper in the light of applicable principles of law all questions with respect to the determination of income or principal, including the determination of what, if any, deduction shall be made from income for amortization, depletion, depreciation or obsolescence.

b. To Distribute Property in Kind. They may distribute property in kind to one or more distributees on account of any distribution, on the basis of fair market value determined by the Trustees as of the time of distribution, without distributing the same kind of property to others.

c. To Determine Source and Extent of Distributions.
Whenever the Trustees are authorized to make distributions without indication as to whether the distributions are to be made from income or principal, they may be made in whole or in part from current net income, from accumulated income, or from principal, as the Trustees deem advisable, and unless otherwise expressly provided the authority to make distributions from principal includes authority to distribute all of the principal.

d. To Apply Distributions for Benefit of Beneficiaries. The Trustees may apply any part or all of a distribution, if they deem it advisable and in such manner as they deem advisable, for the use or benefit of a distributee instead of making payment or transfer to him or it directly.

e. To Accumulate Income. Subject to Article THIRD, above,
the Trustees may accumulate income, and they may hold and invest accumulated income in a

separate account of the fund producing it or add any part or all of it to the principal of such fund when and as they see fit.

4. Miscellaneous Powers. The Trustees may employ such attorneys, investment advisors, custodians, and other persons as they deem advisable and pay them reasonable compensation for their services from property with respect to which such services are rendered in addition to receiving reasonable compensation for their own services; and they may take any other action which they deem necessary or advisable in connection with the administration of any trust established by this instrument.

C. Finality of Trustees' Judgment; Trustees' Liability. All powers and discretion given to the Trustees shall be exercisable in their sole discretion, and all their decisions and determinations (including determinations of the meaning and reference of any ambiguous expression used in this instrument) made in good faith and in the exercise of a reasonable judgment shall be conclusive upon all persons, whether or not ascertained, in being, or under a disability. No Trustee under this instrument shall be personally liable for any good faith action or omission or for the consequences of any investment made in good faith. No Trustee shall be required to give surety on any bond.

D. Restraint on Alienation of Beneficial Interests. No beneficiary shall have the power to anticipate, alienate or assign any beneficial interest given him or it under this instrument, and no such beneficial interest is subject to being reached or applied by any creditor or other person in satisfaction of any claim against the beneficiary thereof.

E. Miscellaneous. A provision that a particular matter is to be included within a general category shall not be construed to limit the generality of the category, and the use of any gender or number shall be construed to refer to any other gender or number unless such reference is plainly inconsistent with the context. The word "person" refers to individuals, corporations, partnerships, trusts, and estates. The word "Code" refers to the Internal Revenue Code of 1986, as amended from time to time, and any reference to provisions of the Code shall be deemed to include successor or substitute provisions.

FIFTH: Amendment. In a manner consistent with the statement of intent set forth in Article THIRD(E), above, this instrument may be amended, from time to time, by a writing signed by the Trustee or Trustees then serving, but only to the extent that any purported amendment: (a) clarifies the meaning or reference of any expression or provision of this instrument so as to avoid the necessity of instructions by a court, (b) alters or adds to the administrative powers of the Trustees for the better accomplishment of the purposes of the trust, or (c) alters or adds to the instrument so that its provisions are in better conformity with relevant provisions of applicable federal and state tax laws.

SIXTH: Name; Choice-of-law. The trust established hereunder shall be referred to as THE SAYLOR FOUNDATION. It shall be governed by and construed in accordance with the provisions of Subchapter F of Chapter 1 of Subtitle A, and Chapter 42 of Subtitle D of the Code and by Massachusetts law.

EXECUTED in triplicate at Hilton, Key West, under seal this 30th day of December 1998.

M J Saylor

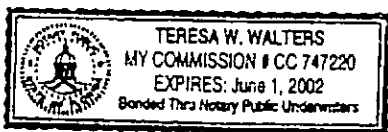
MICHAEL J. SAYLOR, Grantor

STATE OF Florida

Wednesday, ss. December 30

, 1998

Then personally appeared the above-named MICHAEL J. SAYLOR and acknowledged the foregoing instrument to be his free act and deed. Before me,



Teresa W. Walters

Notary Public

My commission expires: 06-01-02

The undersigned hereby acknowledges delivery to him of the foregoing instrument and accepts the trusts thereunder this 30 day of December 1998.

M J Saylor

MICHAEL J. SAYLOR, Trustee

THE SAYLOR FOUNDATION

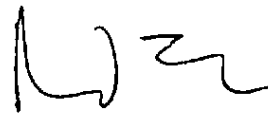
Declaration of Name Change

WHEREAS, THE SAYLOR FOUNDATION was established by an instrument in writing dated December 30, 1998, naming MICHAEL J. SAYLOR as Trustee; and

WHEREAS, it is provided in Article FIFTH of said instrument that said trust may be amended, from time to time, by a writing signed by the Trustee or Trustees then serving, but only to the extent that any purported amendment, in pertinent part, alters or adds to the administrative powers of the Trustees for the better accomplishment of the purposes of the trust;

NOW, THEREFORE, pursuant to the provisions of said Article FIFTH of said instrument, the undersigned said MICHAEL J. SAYLOR, as the sole Trustee now serving and by virtue of the above-described power, hereby changes the name of said trust to THE CONSTITUTION FOUNDATION.

EXECUTED in triplicate at Vienna, Virginia this 22nd day of June, 1999.



MICHAEL J. SAYLOR, Trustee

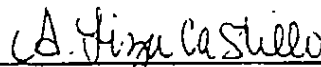
COMMONWEALTH OF VIRGINIA

, ss.

June 22

2021 JUN 19 PM 1:44
1999

Then personally appeared the above-named MICHAEL J. SAYLOR and acknowledged the foregoing instrument to be his free act and deed. Before me,



My Commission Expires 1-31-03