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## FLORIDA PROFIT/NON PROFIT CORPORATION

gregorian alumni foundation inc.

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## ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

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### ARTICLE I - NAME

Section 1: The name of the Corporation shall be Gregorian Alumni Foundation Inc

### ARTICLE II - PRINCIPAL OFFICE

Section 1: The principal place of business and mailing address of the Corporation is 2582 Centergate Drive #102 Miramar, Florida 33025.

### ARTICLE III - PURPOSE

Section 1: Purpose. The Corporation is organized exclusively for charitable, scientific and educational purposes. The Corporation shall solicit and distribute funds, educational materials and resources to Educational Institutions to promote high standards and quality education to needy and deserving students. Specifically, the Corporation shall provide Educational Sponsorships/Grants to the respective Institutions and students from the continent of Africa or sub-Sahara. All funds and resources, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

### ARTICLE IV - ELECTIONS

Section 1: Membership: The Corporation shall not have members or any applicable membership dues and all authority shall be vested in the Directors as set forth in statute and the Corporation's By-Laws.

Section 2: Annual Meeting. The Directors shall meet at least once a year, at an agreed upon time and place for a regular annual meeting.

Section 3: Meeting Notices. A notice of each meeting shall be given to each Director, by email and/or regular mail, not less than fourteen days before the meeting.

Section 4: Elections. The election of new Director(s) or re-election of Director(s) to additional term(s) shall occur as the first item of business at the annual meeting. Corporation's Director(s) shall be elected or re-elected by a majority vote of the Directors.

Section 5: Terms: Each Director shall serve a 10 year term and shall be eligible for re-election(s) with no term limit.

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**Section 6: Resignations/Vacancies.** If and/or when a Director's position becomes vacant, other Directors shall appoint a new Director to serve on up until the next annual meeting. Then the vacant position shall be voted upon and the Director duly elected.

## **ARTICLE V - DIRECTORS**

**Section 1:** The Initial Directors of the Gregorian Alumni Foundation Inc shall be comprised of the following natural persons:

- (I) **Mr. Tony Munis - Director**, 2582 Centergate Drive #102 Miramar, Florida 33025
- (II) **Mr. Adetokunbo Atitebi-John - Director**, 19170 NW 88<sup>th</sup> CT, Miami, Florida 33018
- (III) **Mr. Tony Ohai - Director**, 44 Underwood Road, Levittown, Pennsylvania 19056

## **ARTICLE VI - DISSOLUTION**

**Section 1:** Upon the time of dissolution of the Corporation, assets shall be distributed by the Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the Corporation, 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 Foundation 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 VII - REGISTERED AGENT**

**Section 1:** The registered agent of the Corporation is:

**Name:** Mr. Tony Munis

**Address:** 2582 Centergate Drive #102 Miramar, Florida 33025

## **ARTICLE VIII - INCORPORATOR**

**Section 1:** The Incorporator Corporation is:

**Name:** Mr. Tony Munis

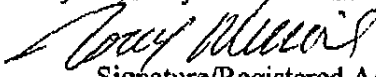
**Address:** 2582 Centergate Drive #102 Miramar, Florida 33025

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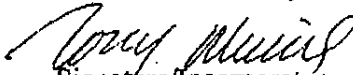
These Articles of Incorporation were approved at a meeting of the Directors of the Gregorian Alumni Foundation Inc on July 12, 2006.

\*\*\*\*\*

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.

  
Signature/Registered Agent  
/Mr. Tony Munis

Date August, 23, 2006

  
Signature/Incorporator  
/Mr. Tony Munis

Date August, 23, 2006

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