

**Electronic Articles of Incorporation
For**

N11000006325
FILED
July 05, 2011
Sec. Of State
rdunlap

RISING SCHOLARS USA SCHOLARSHIP FOUNDATION, INC.

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

RISING SCHOLARS USA SCHOLARSHIP FOUNDATION, INC.

Article II

The principal place of business address:

1 GRAEMOOR TERRACE
PALM BEACH GARDENS, FL. 33418

The mailing address of the corporation is:

P.O. BOX 32373
PALM BEACH GARDENS, FL. 33420

Article III

The specific purpose for which this corporation is organized is:

THE CORPORATION IS ORGANIZED EXCLUSIVELY FOR CHARITABLE PURPOSES WITHIN THE MEANING OF SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE OF 1986 AND TO PROVIDE SCHOLARSHIPS TO DESERVING STUDENTS.

Article IV

The manner in which directors are elected or appointed is:

AS PROVIDED FOR IN THE BYLAWS.

Article V

The name and Florida street address of the registered agent is:

JAMES W BROWN
1 GRAEMOOR TERRACE
PALM BEACH GARDENS, FL. 33418

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: JAMES W. BROWN

Article VI

The name and address of the incorporator is:

STANLEY E. FOSTER
730 PEACHTREE STREET, N.E.
SUITE 750
ATLANTA, GEORGIA 30308

Electronic Signature of Incorporator: STANLEY E. FOSTER

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: CEO
JAMES W BROWN
1 GRAEMOOR TERRACE
PALM BEACH GARDENS, FL. 33420 US

Title: VP
REBEKKAH B BROWN
1 GRAEMOOR TERRACE
PALM BEACH GARDENS, FL. 33420 US

Title: VP
ERIN J FORD
1 GRAEMOOR TERRACE
PALM BEACH GARDENS, FL. 33420 US

Title: VP
DAVID J BROWN
1 GRAEMOOR TERRACE
PALM BEACH GARDENS, FL. 33420 US

Title: VP
CALVERT H SMITH
1930 GOSS ROAD
CINCINNATI, OH. 45229 US

Article VIII

The effective date for this corporation shall be:

07/01/2011