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(City/State/Zip/Phone #)

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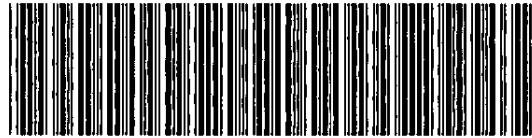
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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## COVER LETTER

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

SUBJECT: Varajao Foundation, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

☒ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: Varajao Law, P.A.  
Name (Printed or typed)

5367 Spring Hill Drive  
Address

Spring Hill, FL 34606  
City, State & Zip

(352) 600-2835  
Daytime Telephone number

office@varajaulaw.com  
E-mail address: (to be used for future annual report notification)

**NOTE: Please provide the original and one copy of the articles.**

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION  
OF  
VARAJAO FOUNDATION, INC.

I

The name of this corporation is Varajao Foundation, Inc.

II

The name and address in the State of Florida of this Corporation's principal place of business and mailing address is:

111 Second Ave NE, Suite 900, St. Petersburg, FL 33701.

III

- A. Varajao Foundation, Inc. (the "Corporation") is organized exclusively for charitable, educational and scientific purposes, more specifically to provide scholarships, study aid, educational resources and mentoring to children and young adults endowed with exceptional ability, determination and quality so that they may develop their greatness to benefit individuals, communities, society and the world at large. To develop a preparatory educational institution for the development of greatness and leadership. The corporation as part of its charitable purposes may also make distributions to other organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.
- B. The assets of the corporation are dedicated to the charitable purpose described in Paragraph 1 above.
- C. Upon dissolution of the corporation, the assets of the corporation shall be distributed 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 distributed shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization(s) as said Court shall determine, which are organized and operated exclusively for such purposes.
- D. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the

purposes set forth in Paragraph 1.) above. No part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Furthermore, notwithstanding any other provision of these articles, this corporation shall not engage in any activities or exercise any powers that are not permitted to be carried on by a corporation exempt from the federal income tax under Section 501 (c)(3) of the Internal Revenue code or the corresponding section of any future federal tax code or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue code or the corresponding section of any future federal tax code.

#### IV

The names and addresses and office held of the persons designated to act as the initial Board of Directors of this corporation are:

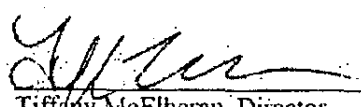
1. Nelson Varajao, whose address is 111 2<sup>nd</sup> Avenue N.E., Suite 900, St. Petersburg, FL 33701;
2. Tiffany McEltheran, whose address is P.O. Box 3913, Tampa, FL 33601-3913; and
3. Sabsina Karimi, whose address is Office of State Attorney 20th Judicial Circuit, 3315 Tamiami Trail East, Suite 602, Naples, FL 34112.

The manner in which directors are to be elected or appointed shall be provided in the bylaws.

#### V

#### DIRECTORS

  
Nelson Varajao, Director

  
Tiffany McEltheran, Director

  
Sabsina Karimi, Director

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TALLAHASSEE FLORIDA

VI

**RESIDENT AGENT**

The name and address in the State of Florida of this Corporation's initial resident agent for service of process is:

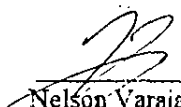
Name: Varajao Law, P.A.

Address: 111 Second Ave NE, Suite 900, St. Petersburg, FL 33701.

VII

IN WITNESS WHEREOF, the undersigned, being the Incorporators of Varajao Foundation, Inc. and the initial directors named in these Articles of Incorporation on April 10 2013.

**INCORPORATORS**

  
\_\_\_\_\_  
Nelson Varajao, Incorporator  
111 Second Ave NE  
Suite 900  
St. Petersburg, FL 33701

**DECLARATION**

I/We are the person(s) whose names are subscribed below. I/We collectively are all of the incorporators of Varajao Foundation, Inc. and I/we have executed these Articles of Incorporation. The foregoing Articles of Incorporation are our act and deed, joint and severally.

Executed on April 10, 2013.  
at <sup>St. Petersburg</sup> Piellas County, Florida [city and state]

I/We, and each of us, declare that the foregoing is true and correct.

  
\_\_\_\_\_  
Nelson Varajao, Incorporator