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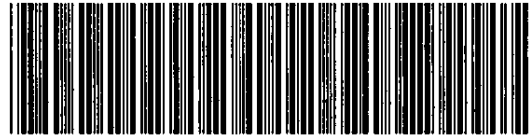
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAR 10 2016

T. BROWN

ARTICLE OF INCORPORATION

ARTICLE I: NAME

PROJECT EDUCATE FOUNDATION, INCORPORATED

ARTICLE II: PURPOSE OF CORPORATION

The corporation is organized exclusively for charitable, religious, and educational purposes, including for such purposes, the making of distribution to organizations under 501(C)(3) of the Internal Revenue Code, or corresponding of any future tax code.

ARTICLE III: PROHIBITIONS

No part of the net earnings of the corporation shall insure to the benefits of, or be distributed to its members, trustees, officers, or private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purpose set forth in Article II hereof. No substantial part of the activities of the *Project Educate Foundation, Incorporated* shall carry on the propaganda or otherwise attempt to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) and political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (A) by a corporation exempt from federal income tax under 501(c)(3) of the Internal Revenue Code, or the corresponding of any future federal tax code, or (B) by a corporation, or contribution to which are deductible under I 70(c)(2) of the Internal Revenue Code, or the corresponding of any future federal tax code.

ARTICLE IV: DIRECTORS

The Directors shall be elected by a majority vote of the Members of the Corporation. Exception: (A) The Founder of Project Educate Foundation, Incorporated (Dr. Lawrence H. Wynder) is and will remain a permanent presiding member of the board of director of The Project Educate Foundation, Incorporated and can only be removed from office voluntarily. (B) The Founder of Project Educate Foundation, Incorporated (Dr. Lawrence H. Wynder) is and will remain permanently as presiding CEO/ Director of The Founder of Project Educate Foundation, Incorporated and can only be removed from the aforementioned position voluntarily or by death.

ARTICLE V: TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI: CAPITAL STOCK

This corporation shall have no capital stock and shall be composed of members rather than stockholders.

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ARTICLE VII: QUALIFICATION OF MEMBERSHIP

The categories of membership, qualifications for membership and the manner of admission shall be set forth in and regulated by the Laws of Corporation.

ARTICLES VIII: VOTING RIGHTS

Members of the Corporation will have such voting rights as are provided in the By Laws of the Corporation.

ARTICLES IX: LIABILITIES FOR DEBTS

Neither the members nor the members of the Board of Directors of officers of the Corporation shall be liable for debts of the Corporation.

ARTICLES X: REGISTERED OFFICE AND AGENT

The name and address of the registered agent of this corporation is ***Dr. Lawrence H. Wynder***. 1001 North C Street, Pensacola, Florida 32501.

ARTICLE XI: PRINCIPLE OFFICE

The name and address of the principal office and the mailing address of the corporation is 1001 North C Street, Pensacola, Florida 32501.

ARTICLE XII: INCORPORATOR

The name address of the incorporator of this corporation is ***Dr. Lawrence H. Wynder***. 1001 North C Street, Pensacola, Florida 32501.

ARTICLE XIII: AMENDMENT

These Articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the voting members, and approved at a members meeting by a majority of the members, unless all of the Director and all of the Members sign a written statement manifesting their intention that a certain amendment of the Article of Incorporation be made.

ARTICLE XIV: INDEMNIFICATION

The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, the defense of any proceeding to which the director or officer was a party because the director is or was director of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with proceeding. The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employees of agent, as the case may be, is permissible in the circumstances because the director, officer, employee or agent had met the standard of

conduct set forth by the board of directors, officer, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, partner, trustee, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust, employee benefits plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the corporation who is a party to proceeding in advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual status as director, officer, employee, or agent of the Corporation. Whether or not the Corporation would have power to indemnify to the individual against the same liability under the law.

All references in these Articles of Incorporation are deemed to include any amendments are successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification of advance of attorney fees and expenses to any person who is or was a director, employee, or agent of the Corporation of the ability of the Corporation otherwise to indemnify or advance expenses to such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification of advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All reference in these Articles of Incorporation to "director", "officer", "employee", and "agent", shall include the heirs, estate, administrators, executors, and personal representatives of such person.

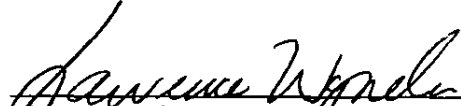
ARTICLE XV: COVENANT NOT TO SUE

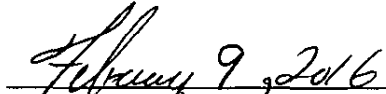
The Corporation agrees that it will never institute any action or suit at law or in equity against the director or officer of the corporation, nor institute, Prosecute, or in any way aid in the institution or prosecution of any claim, demand, action, or cause of action for damage, loss or injury to person or property, or both, whether developed or undeveloped, resulting or to result, known or unknown, past, present, or future, arising out of a director or officer of the corporation's service to the corporation.

ARTICLE XVI: DISSOLUTION

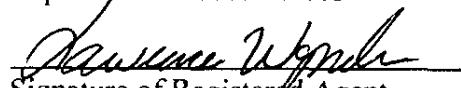
Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of 501(c)(3) of the Internal Revenue Code, or the corresponding of any future federal tax code, or shall be distributed to the federal government, or so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal officer of the corporation is the located, exclusively for such organization, as said Court shall determine, which are organized and operated exclusively for such purposes.


Having been named as registered agent to accept service of process of the above stated corporation at the place designed in the certificate, I am familiar with and accept appointment as registered agent and agree to act in this capacity.


Signature of Registered Agent


Date:

I submit this document and affirm that the facts herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided in 817.155 F.S


Signature of Registered Agent


Date: