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**FLORIDA PROFIT/NON PROFIT CORPORATION
MACEDO FOUNDATION, INC.**

Certificate of Status	0
Certified Copy	1
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AUG 28 2017

**ARTICLES OF INCORPORATION
OF**

**MACEDO FOUNDATION, INC.,
a Florida Not For Profit Corporation**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I.

NAME

The name of the Corporation shall be:

MACEDO FOUNDATION, INC.

ARTICLE II.

PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be: 31 Ocean Reef Drive, C-101, #214, Key Largo, FL 33037.

ARTICLE III.

PURPOSES

The purposes of this Corporation are as follows:

- a. The corporation is organized exclusively for charitable, religious, educational, and/or scientific purposes including, for such purposes, the making of distributions to corporations that qualify as exempt corporations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Specifically this foundation will serve to encourage and educate economic development for the African region of the Cape Verde Islands. It will be the force and vehicle to form a Cultural, Education and Art Center to train and encourage higher level of continuing success for children who typically are precluded from such opportunities.
- b. No part of the net earnings of the 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 the purpose clause hereof. No substantial 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. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by an corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

- c. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or 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 corporation 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 IV.

MANNER OF ELECTION OF DIRECTORS

The authorized number, qualification, and manner of election and appointment of members of the Board of Directors to this Corporation, shall be as set forth in the By-Laws of this Corporation.

ARTICLE V.

INITIAL BOARD OF DIRECTORS

PRESIDENT: IRISALVA A. MACEDO, 31 Ocean Reef Drive, C-101, #214, Key Largo, Florida 33037

VICE PRESIDENT: HELIA H. MACEDO, 24 Joanne Drive, Marion, MA 02738

SECRETARY: IRISALVA A. MACEDO, 31 Ocean Reef Drive, C-101, #214, Key Largo, Florida 33037

DIRECTOR: MANUEL MACEDO, 49 Keats Drive, North Kingstown, RI 02852

ARTICLE VI.

INITIAL REGISTERED AGENT AND STREET ADDRESS

1. The address of this Corporation's initial registered office in the State of Florida is 31 Ocean Reef Drive, C-101, #214, Key Largo, FL 33037.

2. The name of this Corporation's initial registered agent at the above address is IRISALVA A. MACEDO.

ARTICLE VII.

INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are:

IRISALVA A. MACEDO
31 Ocean Reef Drive, C-101, #214
Key Largo, Florida 33037

DATED: August 24, 2017


IRISALVA A. MACEDO

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in this certificate. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED: August 24, 2017


IRISALVA A. MACEDO

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE PURPOSE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST, THAT MACEDO FOUNDATION, INC., IS DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT KEY LARGO, STATE OF FLORIDA, HAS NAMED IRISALVA A. MACEDO, AT 31 OCEAN REEF DRIVE, C-101, #214, KEY LARGO, FL 33037, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Signature: *IRISALVA A. MACEDO*
IRISALVA A. MACEDO

Title: President

Date: August 24, 2017

Having been named to accept services of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature: *IRISALVA A. MACEDO*
IRISALVA A. MACEDO

Date: August 24, 2017