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FLORIDA PROFIT/NON PROFIT CORPORATION
FRIENDS OF INTERNATIONAL CULTURAL EDUCATION, INC.

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**ARTICLES OF INCORPORATION
OF
FRIENDS OF INTERNATIONAL CULTURAL EDUCATION, INC.
(a Florida not for profit corporation)**

The undersigned, being a duly authorized incorporator, desiring to organize a not for profit corporation under and pursuant to the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, does hereby adopt the following Articles of Incorporation:

**ARTICLE I
NAME OF CORPORATION**

The name of the not for profit corporation shall be Friends of International Cultural Education, Inc. (the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The street address of the principal office and the mailing address of the Corporation is:

13238 Polo Club Road, Apt. 202
Wellington, FL 33414

**ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE**

The name of the initial registered agent of the Corporation is Laurel Allen. The street address of the Corporation's initial registered office is:

13238 Polo Club Road, Apt. 202
Wellington, FL 33414

**ARTICLE IV
INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as the incorporator are:

Laurel Allen
13238 Polo Club Road, Apt. 202
Wellington, FL 33414

**ARTICLE V
PURPOSE OF CORPORATION**

The Corporation is organized and shall be operated exclusively for such educational and charitable purposes as will qualify it for exemption from federal income tax as an organization

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described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or the corresponding provision of any future United States internal revenue law.

ARTICLE VI LIMITATIONS ON CORPORATE POWER

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, 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 Article V. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except to the extent permitted pursuant to an election made under Section 501(h) of the Code), and the Corporation shall not participate or intervene in (including the publishing or distributing 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 activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code or corresponding provisions of any future United States internal revenue law, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code or corresponding provisions of any future United States internal revenue law.

ARTICLE VII MEMBERS

The Corporation may have one or more classes of members. The classes of members, if any, qualifications of members, the manner of admission and the rights and obligations of members, including, without limitation, voting rights of the members or the classes, if any, shall be regulated by the bylaws of the Corporation.

ARTICLE VIII BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than three (3) directors. The method of election or appointment of the directors shall be fixed and governed by the bylaws of the Corporation.

ARTICLE IX TERM OF EXISTENCE

The Corporation shall have perpetual existence unless dissolved in accordance with applicable law; provided, however, that upon dissolution of the Corporation, the assets of the Corporation shall be distributed as provided in Article X.

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**ARTICLE X
DISSOLUTION**

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation to one or more organizations that qualify for exemption from federal income tax as organizations described in Section 501(c)(3) of the Code or the corresponding section of any future United States internal revenue law, as determined by the Board of Directors in its discretion. 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, as said court shall determine to such organization or organizations described in Section 501(c)(3) of the Code or the corresponding section of any future United States internal revenue law.

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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation as of the 12 day of November, 2017.

Laurel Allen, Incorporator
Laurel Allen, Incorporator

(The execution of this document constitutes an affirmation under the penalties of perjury that the facts stated 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 for in Section 817.155, Florida Statutes.)

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been named as registered agent, hereby agrees to act as registered agent for Friends of International Cultural Education, Inc. and to accept service of process therefor at the place designated in the Articles of Incorporation. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of her duties and the undersigned is familiar with and accepts the obligations of her position as registered agent as provided in Chapter 617, Florida Statutes.

Dated: November 17, 2017

Laurel Allen, Registered Agent
Laurel Allen, Registered Agent

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