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SECRETARY OF STATE
FALL AHASSEE, FLORIDA

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T SCHROEDER

France Francois 6687 Racquet Club Drive Lauderhill, Florida 33319

November 21, 2018

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

Re: In Cultured Company, Inc.

Please accept this correspondence in connection with submitting Articles of Incorporation of In Cultured Company, Inc., for filing with the Florida Department of State, Division of Corporations.

For your reference, please note that I was the sole member and manager of In Cultured Company LLC, a Florida limited liability company. The document number of this limited liability company is L17000172745. On September 25, 2018, I filed Articles of Dissolution for In Cultured Company LLC, a Florida limited liability company, with the Florida Department of State, Division of Corporations.

I have enclosed correspondence dated September 26, 2018, that I received from your office. The enclosed correspondence, identified as Letter Number 718A00020038, acknowledges that the Articles of Dissolution for In Cultured Company LLC, a Florida limited liability company, were filed on September 25, 2018.

Since I have received confirmation from your office that the Articles of Dissolution for In Cultured Company LLC, a Florida limited liability company, were filed on September 25, 2018, I would like to be able to use the name "In Cultured Company, Inc." for a Florida not for profit corporation that I intend to form.

Should you require additional information, please do not hesitate to contact me at:

France Francois
6687 Racquet Club Drive
Lauderhill, Florida 33319
Telephone: (305) 502-3373
E-mail: f.francois08@gmail.com

Thank you for your attention to, and assistance with, this matter.

France Francois, Incorporator

ARTICLES OF INCORPORATION

OF

IN CULTURED COMPANY, INC.

Pursuant to the applicable provisions of Chapter 617 of the Florida Statutes, the undersigned, desiring to form a Florida not for profit corporation, hereby certifies and files the following Articles of Incorporation of In Cultured Company, Inc. (hereinafter the "Corporation"):

ARTICLE I CORPORATION NAME

The name of the Corporation shall be In Cultured Company, Inc.

ARTICLE II PRINCIPAL OFFICE ADDRESS

The street address of the Corporation's initial principal office is:

6687 Racquet Club Drive Lauderhill, Florida 33319

ARTICLE III
MAILING ADDRESS

The Corporation's mailing address is:

6687 Racquet Club Drive Lauderhill, Florida 33319

ARTICLE IV REGISTERED AGENT AND REGISTERED OFFICE

The street address of the Corporation's initial registered office and the name of the Corporation's initial registered agent at that address is:

Josie Francois 16800 N.W. 2nd Avenue, #400 North Miami Beach, Florida 33169

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

Notember 21, 2018

ARTICLE V DURATION AND MEMBERSHIP

The Corporation shall have perpetual existence. The qualification for members, if any, and the manner of their admission shall be stated in the Corporation's Bylaws.

ARTICLE VI DIRECTORS

The number of Directors and the method of election of Directors shall be stated in the Corporation's Bylaws.

ARTICLE VII INCORPORATOR

The name and address of the incorporator is:

France Francois 6687 Racquet Club Drive Lauderhill, Florida 33319

<u>ARTICLE VIII</u> CORPORATE PURPOSES

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TALLAHASSEE, FLORIDA

The purposes for which this Corporation is formed are exclusively charitable and educational and consist of the following:

- 1. This Corporation is formed exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- 2. To sow the seeds of peace, dialogue, and collaboration in a new generation of leaders in order to move from a divided past towards a shared future; to curate unique experiences abroad and intimate gatherings at home for change-makers looking to build community and collide with new ideas by reaching out across the diaspora and across historic chasms to break down barriers to change; and, in general, to exercise any and all powers which a not for profit corporation organized under the laws of Florida for the foregoing purposes can be authorized to exercise.
- 3. To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, religious, scientific or educational purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.
- 4. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering or attaining of the foregoing purposes, either directly or

indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, departments or agencies.

5. All of the foregoing purposes shall be exercised exclusively in a charitable and educational manner, such that the Corporation qualifies as an exempt organization under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IX 501(c)(3) LIMITATIONS

- 1. <u>CORPORATE PURPOSES</u>. Notwithstanding any other provision of these Articles of Incorporation, this Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(a)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. (b) 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.
- 2. <u>EXCLUSIVITY</u>. The Corporation is organized exclusively for charitable and educational purposes.
- 3. NO PRIVATE INUREMENT. The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The property, assets, profits, are not income of the Corporation are irrevocably dedicated to charitable and education purposes, no part of which shall inure to the benefit of any private person or individual. The Corporation shall not distribute any gains, profits, or dividends to the Directors. Officers, members or trustees thereof, or to any other private persons or individuals, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered in carrying out, and to make payments and distributions in furtherance of, the purposes set forth in these Articles of Incorporation.
- 4. <u>LOBBYING AND POLITICAL CAMPAIGNS</u>. 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.
- 5. <u>DISSOLUTION</u>. Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt 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 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. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of a court of competent jurisdiction of the county in which the principal office of the Corporation is then

located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

ARTICLE X AMENDMENT

The method for amending these Articles of Incorporation shall be stated in the Corporation's Bylaws.

ARTICLE XI EFFECTIVE DATE

The Effective Date of these Articles of Incorporation shall be the date of filing with the Department of State.

These Articles of Incorporation are hereby executed by the incorporator on this <u>21</u> day of <u>November</u> 2018.

I submit this document and affirm 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 s. 817.155, F.S.

France Francois, Incorporator

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