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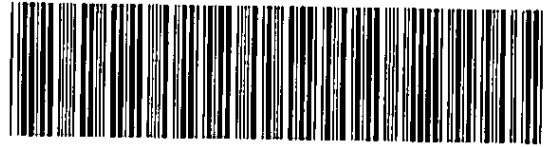
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FL

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

SUBJECT: SAMEDIS FRANÇAIS INC. **SAMEDIS FRANCAIS 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: AXELLE GAULT  
Name (Printed or typed)

3812 LAKE SARAH DRIVE  
Address

ORLANDO FL 32804  
City, State & Zip

407-970-8450  
Daytime Telephone number

AXELLE@GLOBALAXEILLENCE.COM

E-mail address: (to be used for future annual report notification)

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

**SAMEDIS FRANCAIS INC.**  
**ARTICLES OF INCORPORATION**

The undersigned, for the purpose of forming a not for profit corporation under Florida Statutes Chapter 617, do hereby make and adopt the following Articles of Incorporation:

**ARTICLE I**  
**NAME**

The name of the Corporation shall be: SAMEDIS FRANCAIS INC.

**ARTICLE II**  
**DURATION**

The duration (term) of the Corporation is perpetual, unless dissolved according to the law.

**ARTICLE III**  
**PURPOSES**

The Corporation is organized, and shall be operated exclusively for the following purposes:

A. The Corporation is organized to provide French language education and French culture education to children of Central Florida, through (1) providing various French education programs to increase children's communication in French, enhance thinking skills, widen horizons, and develop appreciation and respect for other peoples, languages, and cultures; (2) creating children courses, activities, lectures, exhibitions and presentations based on the language, folklore, gastronomy, history, culture, and customs of France; (3) creating a friendly and playful learning environment which promotes greater international understanding and cultivates ties of friendship between the citizens of France, and citizens of the State of Florida, and of the United States of America; (4) disseminating French cultural and educational information to all citizens and residents of the State of Florida, and of the United States of America while promoting all of the visual and performing arts of France, through exhibits and performances, including music, cinema, theater and more, through various media; (5) sponsoring different meetings and events related to France and it's culture; such purposes being within the purview of Section 501(c)(3) of the Internal Revenue Code of 1986, [the "Code"] including, for such purposes, the making of distributions to organizations that qualify as exempt

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organizations under Section 501(c)(3) of the Code (or the corresponding provision of any future United States Revenue Law).

B. The Corporation is also organized to do any other act or thing necessary, incidental to, or connected with the purposes outlined in the above Paragraph "A", such purposes being within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended [the "Code"] including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Code (or the corresponding provision of any future United States Internal Revenue Law).

C. This Corporation is not organized and shall not be operated for pecuniary gain or profit. No part of the property or net earnings of the Corporation shall inure to or for the benefit of or be distributable to its Members, 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 III hereof. The Corporation shall not carry on propaganda, or otherwise attempt to influence legislation to such extent as would result in loss of its exemption from federal income tax under Section 501 (c)(3) of the Code, and the Corporation shall not participate in, or intervene in (including publication or distribution of statements) any political campaign on behalf of 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 Section 501(c)(3) of the Code (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code (or the corresponding provision of any future United States Internal Revenue Law).

D. This Corporation is organized exclusively for cultural and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code, or the corresponding section of any future federal tax code.

#### **ARTICLE IV MEMBERS**

The Corporation shall have at least two classes of Members, including voting members, and non-voting members, and may have such other classes of Members as may be set forth in the By-Laws of the corporation. The number of Members may be increased or decreased from time to time in accordance with the Bylaws of the Corporation, but shall never be less than three voting members. The qualifications for, and other matters relating to Members, including the respective rights and privileges of each class of members, shall be set forth in the Bylaws of the Corporation. The name and address of each initial Voting Member is as follows:

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AXELLE GAULT - 3812 Lake Sarah Drive - Orlando FL 32804 - USA

VÉRONIQUE SALLIN - 12104 Lakeshore Drive - Clermont FL 34711 - USA

SÉBASTIEN GAULT - 420 South Orange Avenue Suite 800 - Orlando FL 32801 - USA

CHIARA PÉRÉ - 8214 Rolla Court - Orlando FL 32836 - USA

ÉLISABETH PIRIOU - 8386 Sandpoint Blvd - Orlando FL 32819 - USA

#### **ARTICLE V BOARD OF DIRECTORS**

The management of the Corporation shall be vested in a Board of Directors. The number of Directors constituting the initial Board of Directors is five (5). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three (3), nor more than fifteen (15). The Members shall elect the Directors for three-year terms. The Bylaws of the Corporation may provide for one Permanent Director, ex officio Directors and honorary Directors, and their rights and privileges. The name and address of each initial Director of the Corporation is as follows:

AXELLE GAULT - 3812 Lake Sarah Drive - Orlando FL 32804 - USA

VÉRONIQUE SALLIN - 12104 Lakeshore Drive - Clermont FL 34711 - USA

SÉBASTIEN GAULT - 420 South Orange Avenue Suite 800 - Orlando FL 32801 - USA

CHIARA PÉRÉ - 8214 Rolla Court - Orlando FL 32836 - USA

ÉLISABETH PIRIOU - 8386 Sandpoint Blvd - Orlando FL 32819 - USA

#### **ARTICLE VI OFFICERS**

The Officers of the Corporation shall consist of a President, Vice-President, Secretary, Treasurer and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Directors (and may be removed by the Directors) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

Name - Address - Title:

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AXELLE GAULT - 3812 Lake Sarah Drive - Orlando FL 32804 - President  
VÉRONIQUE SALLIN - 12104 Lakeshore Drive - Clermont FL 34711 - Vice-President  
SÉBASTIEN GAULT - 420 S. Orange Avenue Ste 800 - Orlando FL 32801 - Treasurer  
CHIARA PÉRE - 8214 Rolla Court - Orlando FL 32836 - USA - Secretary  
ÉLISABETH PIRIOU - 8386 Sandpoint Blvd - Orlando FL 32819 - Assistant Secretary

**ARTICLE VII  
INITIAL REGISTERED AGENT, AND REGISTERED OFFICE**

The Registered Agent of the Corporation is AXELLE GAULT; and the Registered Office of the Corporation is: 3812 Lake Sarah Drive - Orlando FL 32804

**ARTICLE VIII  
INITIAL CORPORATE OFFICE**

The initial corporate Office and Address of the Corporation is c/o AXELLE GAULT, whose address is: 3812 Lake Sarah Drive - Orlando FL 32804 - USA.

**ARTICLE IX  
INCORPORATOR**

The name and address of the incorporator is AXELLE GAULT - 3812 Lake Sarah Drive - Orlando FL 32804 - USA.

**ARTICLE X  
BYLAWS**

The Bylaws of the Corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors.

**ARTICLE XI  
AMENDMENT**

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Directors and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the

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provisions of the laws of the State of Florida, as amended from time to time, unless the Corporation, pursuant to the law, adopts more specific provisions for amendments.

#### **ARTICLE XII NONSTOCK BASIS**

This Corporation is organized on a non-stock basis. This Corporation shall not issue shares of stock.

#### **ARTICLE XIII EFFECTIVE DATE**

The effective date is April 23, 2019, or date of receipt by the Department of State.

#### **ARTICLE XIV DISSOLUTION**

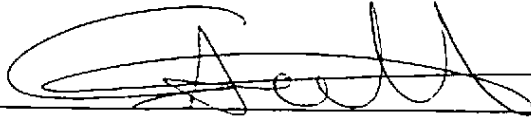
Upon the dissolution of the Corporation, assets shall be distributed for exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, to:

The Alliance Française of Greater Orlando - 1516 E. Colonial Drive, Orlando,  
FL 32803 - USA.

In the event that, for any reason, upon dissolution of the Corporation, the Board of Directors shall fail to act in the manner herein provided within a reasonable period of time, the Chief Judge of the Circuit Court of the Ninth Judicial Circuit in and for Orange County, Florida, U.S.A., or any other Circuit Court Judge so designated by the Chief Judge, shall make such distribution, exclusively upon the application of one or more persons having a real interest in the Corporation or its assets.

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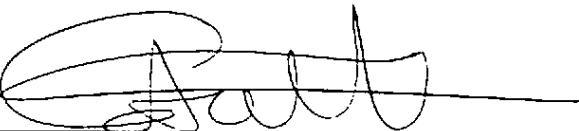
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

 April 23, 2019

Required Signature of Registered Agent

Date

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.

 April 23, 2019

Required Signature of Incorporator

Date

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