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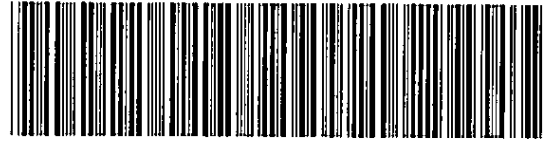
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2020 JUN 15 AM 10:08
BALTIMORE, MD
STATE OF MARYLAND

COVER LETTER

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

SUBJECT: Aeras Foundation 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: Gerald S Sutton

Name (Printed or typed)

PO Box 1344

Address

Winter Park FL 32790-1344

City, State & Zip

407-463-3683

Daytime Telephone number

gerald@aeras.tech

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

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

**ARTICLES OF INCORPORATION FOR
AERAS FOUNDATION INC.**

The undersigned, for the purposes of forming a non-profit corporation under Chapter 617 of the Florida Statutes, hereby forms a corporation not formed for pecuniary profits and adopts the following Articles of Incorporation:

**Article I
Name**

The name of the Corporation is AERAS FOUNDATION INC. The initial principal office location of the Corporation is 310 Salvador Sq. Winter Park, FL 32789. The mailing address of the Corporation is PO Box 1344 Winter Park, FL 32790-1344.

**Article II
Term of Existence**

The Corporation shall have a perpetual existence.

**Article III
Powers, Objectives and Purposes of the Corporation**

The Corporation is organized exclusively for charitable, religious, educational, literary and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code (as such Section or corresponding Section of any future federal tax law, as may be amended from time to time.) The specific purposes for which the Corporation is organized are:

1. Receive donated IT equipment, mobile devices, computer hardware, software, etc. and furnish it to other 501(c)(3) organizations to assist them in carrying out their missions.
2. Provide internships allowing for the education and training of individuals in outreach, technology skills, business operations, etc.
3. To solicit gifts and bequest and to administer funds/donated items received in connection with the purposes of the Corporation.

The Corporation shall be authorized to exercise the powers permitted non-profit corporations under Chapter 617 of the Florida Statutes; provided however, that the Corporation, in exercising any one or more of such powers, shall do so in furtherance of the exempt purposes for which it has been organized within the meaning of Section 501(c)(3) of the Internal Revenue Code, and provided that the Corporation shall not carry on any activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (b) a corporation to which contributions are deductible under Section 170(c)(2) of the Internal Revenue Code.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except 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. No substantial part of the activities of the corporation shall be 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.

Article IV
Membership

The voting members of the Corporation shall be the elected Board of Directors of Aeras Foundation Inc.

Article V
Name and Address of Incorporator

The name and address of the incorporator to these Articles of Incorporation are as follows:

Gerald S Sutton
310 Salvador Sq
Winter Park FL 32789

David Collins
301 Salvador Sq
Winter Park, FL 32789

Article VI
Registered Office and Registered Agent

The street address of the initial registered office of the Corporation is 310 Salvador Sq. Winter Park, FL 32789, and the name of the initial registered agent for the Corporation shall be Gerald S Sutton.

Article VII
Directors

The number of directors constituting the Board of Directors shall be set by the Bylaws; provided however, that there shall never be less than three (3) directors.

Directors shall have such qualifications as are required by the Bylaws of the Corporation. The manner of election and discharge of the directors of the Corporation shall be provided in the Bylaws of the Corporation.

Article VIII
Initial Directors

The names and addresses of the initial Board of Directors are as follows:

Gerald S Sutton
310 Salvador Sq
Winter Park FL 32789

David Collins
301 Salvador Sq
Winter Park, FL 32789

Brett Jarnagin
Apt EE302
5400 NW 39th Ave
Gainesville FL 32606

Ryan McNeil
5428 Florence Harbor Dr.
Orlando FL 32829

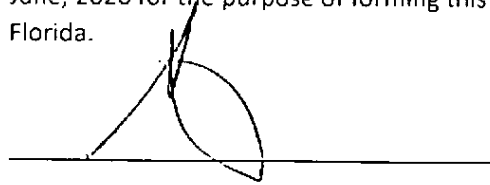
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Kyle Moffatt
5005 Adanson St.
Orlando FL 32804

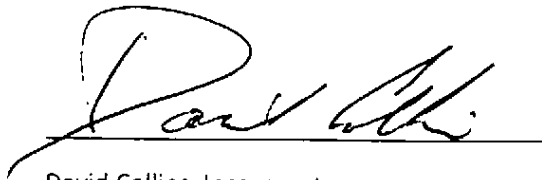
Article IX
Dissolution

In the event of dissolution, the residual assets of Aeras Foundation Inc. will be distributed to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code, or corresponding sections of any future law, or to the federal, state or local government for exclusive public use.

In witness whereof, the undersigned incorporators have set their hand and seal this 12th day of June, 2020 for the purpose of forming this not-for-profit Corporation under the laws of the State of Florida.

A handwritten signature in black ink, appearing to be "Gerald S Sutton", written over a horizontal line.

Gerald S Sutton, Incorporator

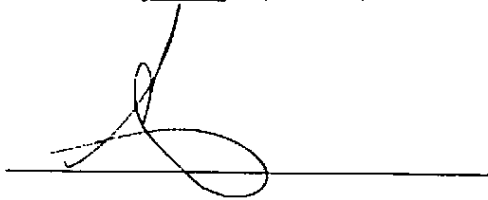
A handwritten signature in black ink, appearing to be "David Collins", written over a horizontal line.

David Collins, Incorporator

Acceptance of Registered Agent

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 this 12th day of June, 2020.

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Gerald S Sutton

2020 JUN 15 AM 10:08
FALLS CHURCH, VA 22034

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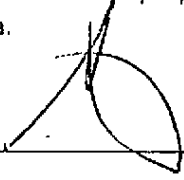
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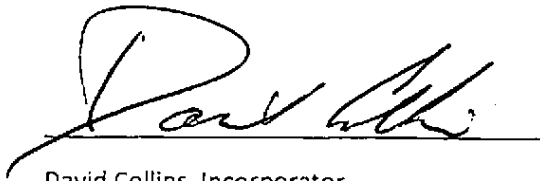
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Gerald S Sutton, Incorporator

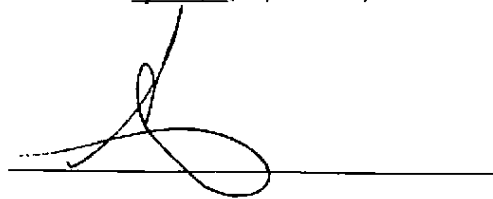


David Collins, Incorporator

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Dated this 12th day of June, 2020.

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