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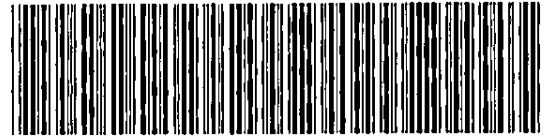
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DATE: 01/03/2024

NAME: TRUE NORTH LEADERSHIP FOUNDATION


TYPE OF FILING: DOMESTICATION

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ACCOUNT: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE



**CERTIFICATE OF DOMESTICATION
OF
TRUE NORTH LEADERSHIP FOUNDATION
(a Minnesota Nonprofit Corporation)
TO
THE TRUE NORTH LEADER FOUNDATION, INC.
(a Florida Nonprofit Corporation)**

The undersigned, Amber A. Olson, President of the True North Leadership Foundation, a foreign nonprofit corporation, in accordance with Section 617.1803, Florida Statutes, does hereby certify:

1. The date on which the corporation was first formed was December 17, 2021.
2. The jurisdiction where the above-named nonprofit corporation was first formed, incorporated, or otherwise came into being was the State of Minnesota
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication is: True North Leadership Foundation.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to Sections 617.01201 and 617.0202 with this certificate is: The True North Leader Foundation, Inc.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was the State of Minnesota.
6. Attached hereto as **Exhibit A** are Florida Articles of Incorporation to complete the domestication requirements pursuant to Section 617.1803, Florida Statutes.
7. This Certificate shall be effective as of the date of filing this Certificate with the Florida Department of State.

I am an officer of the True North Leadership Foundation, and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this 6th day of November, 2023.

TRUE NORTH LEADERSHIP FOUNDATION

By Amber A. Olson
Amber A. Olson, President

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Exhibit A
Articles of Incorporation

[See Attached]

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**ARTICLES OF INCORPORATION
OF
THE TRUE NORTH LEADER FOUNDATION, INC.**

The undersigned incorporator, being a natural person of full age, in order to form a nonprofit corporation under the provisions of Florida Statutes Chapter 617, hereby adopts the following Articles of Incorporation:

**ARTICLE I - NAME, REGISTERED OFFICE, PRINCIPAL OFFICE AND REGISTERED
AGENT**

1. Name. The name of this Corporation is The True North Leader Foundation, Inc.
2. Registered Office. The location and post office address of the registered office of this Corporation in the State of Florida is 5694 Whirlaway Road, Palm Beach Gardens, Florida 33418.
3. Registered Agent. The corporation's registered agent at its registered office is Amber A. Olson.
4. Principal Office and Mailing Address. The location and post office address of the street and mailing address of the principal office of this Corporation in the State of Florida is 5694 Whirlaway Road, Palm Beach Gardens, Florida 33418.

ARTICLE II - PURPOSES

The purposes for which this Corporation is formed are to receive and maintain a fund or funds of real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, educational purposes, or to foster national or international amateur sports competition, either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 and its regulations as they now exist or as they may hereafter be amended; provided, however, that no part of the Corporation's activities shall involve the provision of athletic facilities or equipment.

ARTICLE III - AUTHORITY

For the above purposes, and not otherwise, this Corporation shall have and exercise only such powers as are required by and are consistent with the foregoing purposes, including the power to acquire and receive funds and property of every kind and nature whatsoever, whether by purchase, conveyance, lease, gift, grant, bequest, legacy, devise, or otherwise and whether in trust or otherwise, and to own, hold, expend, make gifts, grants, and contributions of, and to convey, transfer, and dispose of any funds and property and the income therefrom in furtherance of the purposes of this Corporation, or any of them, and to lease, mortgage, encumber, and use the same, and such other powers that are consistent with the foregoing

purposes and that are afforded to this Corporation by the Florida Nonprofit Corporation Act and by any future laws amendatory thereof and supplementary thereto.

ARTICLE IV - RESTRICTIONS AND LIMITATIONS

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall at all times be subject to the following restrictions:

1. The Corporation shall neither have nor exercise any powers nor shall it engage directly or indirectly in any activity that would invalidate its status (1) as a corporation which is exempt from Federal income taxation as an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, or (2) as a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986.

2. No part of the activities of this Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation; nor shall it in any manner or to any extent 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; nor shall the Corporation engage in any activities that are unlawful under applicable Federal, State, or local laws.

3. This Corporation shall not operate for the primary purpose of carrying on a trade or business or any other activity for profit except to the extent said trade or business or other activity for profit is not an "unrelated trade or business" as defined in section 513 of the Code.

4. The Corporation shall distribute for each of its taxable years amounts at least sufficient to avoid liability for the tax imposed by Section 4942(a) of the Internal Revenue Code of 1986

5. The Corporation may not engage in an act of "self-dealing" as defined in Section 4941(d) of the Internal Revenue Code of 1986 that would give rise to liability for the tax imposed by Section 4941(a) of the Internal Revenue Code of 1986.

6. The Corporation may not retain "excess business holdings" as defined in Section 4943(c) of the Internal Revenue Code of 1986 that would give rise to liability for the tax imposed by Section 4943(a) of the Internal Revenue Code of 1986.

7. The Corporation may not make investments that would jeopardize the carrying out of the exempt purposes of the Corporation, within the meaning of Section 4944 of the Internal Revenue Code of 1986, so as to give rise to liability for the tax imposed by Section 4944(a) of the Internal Revenue Code of 1986.

8. The Corporation may not make a "taxable expenditure" as defined in Section 4945(d) of the Internal Revenue Code of 1986 that would give rise to liability for the tax imposed by Section 4945(a) of the Internal Revenue Code of 1986.

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ARTICLE V - NO PECUNIARY GAIN TO MEMBERS

No part of the net earnings of the Corporation shall inure to the benefit of any member, director, or officer of the Corporation or any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes, and no member, director, or officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the Corporation.

ARTICLE VI - DURATION

The duration of the Corporation shall be perpetual.

ARTICLE VII - MEMBERSHIP

The conditions, terms and qualifications for membership in the Corporation shall be provided for in the Bylaws.

ARTICLE VIII - DIRECTORS

1. The management of the Corporation shall be vested in a Board of Directors. The number of directors shall be fixed by the Bylaws of the Corporation, and may be altered by amending the Bylaws, but shall never be less than required by law.

2. The term of office of the directors shall be fixed by the Bylaws and may be altered by amending the Bylaws.

3. Any action, other than an action requiring membership approval, may be taken by written action signed by the number of directors that would be required to take the same action at a meeting of the board of directors at which all directors were present.

ARTICLE IX - INCORPORATOR

The name and address of the incorporator are as follows: Amber A. Olson, 5694 Whirlaway Road, Palm Beach Gardens, Florida 33418.

ARTICLE X - PERSONAL LIABILITY

1. The officers, directors and members of the Corporation shall have no personal liability for corporate obligations.

2. No person who serves without compensation as a director, officer, trustee, member or agent of the Corporation shall be held civilly liable for an act or omission by that person except as otherwise provided under Florida Statutes Section 617.0834, which shall be applicable to the fullest extent as it now exists or as it may hereafter be amended.

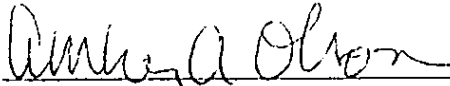
ARTICLE XI - DISSOLUTION

Upon the liquidation, winding up or dissolution of the Corporation whether voluntary, involuntary or by operation of law, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all assets of the Corporation in such manner or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an organization or organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 or to the federal, or state or local government for a public purpose, as the Board of Directors may determine.

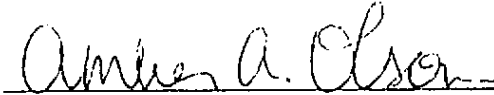
ARTICLE XII - AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended by a majority of the directors and by a majority of the members with voting rights, if any, at any meeting or meetings duly called for that purpose.

12th IN WITNESS WHEREOF, I have hereunto executed these Articles of Incorporation this day of December, 2023.


Amber A. Olson

Amber A. Olson, having been designated to act as registered agent for The True North Leader Foundation, Inc., hereby agrees to act in said capacity.


Amber A. Olson