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10/15/2015

Division of Corporations

P. 001

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Florida Department of State
Division of Corporations
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15 OCT 15 PM 6:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**FLORIDA PROFIT/NON PROFIT CORPORATION
VOX DEI AMERICAN UNIVERSITY, INC**

Certificate of Status	0
Certified Copy	1
Page Count	07
Estimated Charge	\$78.75

ARTICLES OF INCORPORATION

OF

VOX DEI AMERICAN UNIVERSITY, INC

The undersigned hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida. Providing for the formation, rights, privileges, immunities and liabilities of incorporation for profit.

ARTICLE I

The name of this corporation and should be:

EFFECTIVE DAY JANUARY 1ST 2016

VOX DEI AMERICAN UNIVERSITY, INC

ARTICLE II

The corporation will engage in any activity or business permitted under the laws of the State of Florida and the United States of America.

CHARITABLE, RELIGIOUS, EDUCATIONAL AND SCIENTIFIC PURPOSES

FILED
15 OCT 15 PM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE III

The maximum number of shares which the corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock, which shares shall be of non par value. All stock is to be issued as fully paid and exempt from assessment.

ARTICLE IV

The pledge, sale, transfer or other disposition of the capital stock may be governed and restricted by the laws or written agreement among the stockholders, which shall be on file in the office of the corporation.

ARTICLE V

The existence of the corporation is perpetual

ARTICLE VI

The initial post office address of the principal office of the corporation in the State of Florida is:

**200 NE 1ST STREET SUITE 604
MIAMI, FL 33131**

ARTICLE VII

The name and address of the Registered Agent of the Corporation is:

R&P ACCOUNTING & TAXES, INC
200 SE 1ST STREET SUITE 604
MIAMI, FL 33131

ARTICLE VIII

The business of the corporation shall be managed by a board of directors consisting of no less than one, any more than five directors. A quorum for the holding of a meeting of the board of directors and for the transactions of any business, which will be properly done by the directors on behalf of the corporation, shall consist of majority of members thereof; but the directors, by unanimous consent in writing, included among the minutes of the corporation, may consent to the doing of any act and such consent in writing shall have the same force and effect as though the said act had been done and authorized at a meeting at which a quorum had been present, or such duties may be delegated to an executive committee

***CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.***

Pursuant to the provisions of the section 607.0507, Florida Statutes, the undersigned corporations, organized under the law of the State of Florida. The name of the corporation VOX DEI AMERICAN UNIVERSITY, INC organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Miami, State of Florida has named:

R&P ACCOUNTING & TAXES, INC

Agent to accept process in State of Florida County of Dade.

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.



R&P ACCOUNTING & TAXES, INC
200 SE 1ST STREET SUITE #604
MIAMI, FL 33131

ARTICLE IX

The names and post office of the members of the first board of Officers and the state of corporate officers are as follow:


JOSE A. P. MORENO (PRESIDENT)
200 NE 1ST STREET SUITE 604
MIAMI, FL 33131

SHARLES RIBEIRO DA CRUZ (DIRECTOR))
2921 VERMONT AVE
JOPLIN, MO 64804

ALDAIR FIGUEIRA DE QUEIROZ (DIRECTOR)
2921 VERMONT AVE
JOPLIN, MO 64804

ARTICLE X

The stock of the corporation may be issued pursuant to the provisions of Section 1244 of the INTERNAL REVENUE SERVICE the benefits provided thereunder. In Witness whereof, we the Incorporators hereunto set our hands and seals, this October 14, 2015



JOSE A. P. MORENO
200 NE 1ST STREET SUITE 604
MIAMI, FL 33131

ARTICLE IX- ADDITIONAL PROVISIONS

The Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other purposes not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person.

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes 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 state or local government for public purpose. Any such asset not so disposed of shall be disposed of by the Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.