

Humanity Plus, Inc. (aka Humanity+, Inc.)

Bylaws

Adopted by the Humanity+ discussion list Humanityplushall@yahoogroups.com 12/17/2001; Amended 1/29/2002, 3/20/2002, 4/14/2009; Amended 8/26/2018 to meet domestication and Arizona Articles of Incorporation on 7/29/2018.

ARTICLE 1: NAME

The legal name of the Non-Profit Corporation is Humanity Plus, Inc., aka Humanity+, Inc.

ARTICLE 2: PURPOSE

The specific objectives and purposes of this Humanity Plus, Inc. is to support discussion and public awareness of emerging technologies and their consequences through the administration and management of educational projects related to technology and humanity's future as set forth in the attached Articles of Incorporation of Exhibit "A".

SECTION 1. IRC SECTION 501(C)(3) PURPOSES

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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.

ARTICLE 3: OFFICES

SECTION 1. PRINCIPAL OFFICE

The mailing address of Humanity+ is located at 5042 Wilshire Boulevard, Suite 14434, Los Angeles, CA 90036 and the administrative office of the corporation is located in Maricopa County, State of Arizona.

SECTION 2. CHANGE OF ADDRESS

The designation of the county or state of the corporation's principal office may be changed by amendment of these Bylaws. The Board of Directors may change the principal office from one location to another within the named county by noting the changed address and effective date and such changes of address shall not be deemed, nor require, an amendment of these Bylaws.

SECTION 3. OTHER OFFICES

The corporation may also have offices at such other places, within or without its state of incorporation, where it is qualified to do business, as its business and activities may require, and as the Board of Directors may, from time to time, designate.

ARTICLE 4: DIRECTORS

SECTION 1. NUMBER

The corporation shall have no less than 4 Directors and no more than 7 Directors and collectively they shall be known as the Board of Directors.

SECTION 2. QUALIFICATIONS

Directors of this corporation shall be as follows: all Directors shall be Full Members in good standing with Humanity Plus, Inc. aka Humanity+, Inc. The Board shall have up to 7, but no fewer than 4, Board members, to increase or decrease by affirmative vote of a simple majority of the serving Board. A Board member need not be a resident of the State of Arizona.

SECTION 3. GENERAL POWERS AND RESPONSIBILITIES

Subject to the provisions of the laws of this state and any limitations in the Articles of Incorporation and these Bylaws, the activities and affairs of this corporation shall be conducted, and all corporate powers shall be exercised by or under the direction of the Board of Directors. The Board shall establish policies and directives governing business and programs of the corporation and shall delegate to the Executive Director and corporation staff, subject to the Bylaws, the responsibility to see that the policies and directives are appropriately followed.

SECTION 4. DUTIES

It shall be the duty of the Directors to: perform all duties imposed on them collectively or individually by law, by the Articles of Incorporation, or by these Bylaws; appoint and remove, employ and discharge, and, except as otherwise provided in these Bylaws, prescribe the duties and fix the compensation, if any, of the Executive Director of the corporation; set the overall priorities of the corporation, and communicate these to the Executive Director; and meet at such times and manner as required by these Bylaws.

SECTION 5. TERM OF OFFICE AND ELECTIONS

Term of office is unlimited. Directors shall serve until they no longer desire to serve, or they are removed by the Board, or at the request of members with a majority vote of the Board. Elections take place when a Board seat is open or vacated. Board candidates are nominated by Full Members, approved by the Board, and voted on by Full Members using electronic balloting.

SECTION 6. VACANCIES

Vacancies on the Board of Directors shall exist on the death, resignation or removal of any Director, and whenever the number of authorized Directors is increased. Any Director may resign effective upon giving written notice to the Chair of the Board, the Secretary, or the Board of Directors, unless the notice specifies a later time for the effectiveness of such resignation. No Director may resign if the corporation would then be left without a duly elected Director or Directors in charge of its affairs, except upon notice to the Office of the Attorney General or other appropriate agency of this state. Directors may be removed from office, with or without cause, as permitted by and in accordance with the laws of this state.

SECTION 7. COMPENSATION

Directors shall serve without compensation except that a reasonable fee may be paid to Directors for attending regular and special meetings of the Board. In addition, they shall be allowed reasonable advancement or reimbursement of expenses incurred in the performance of their duties.

SECTION 8. REGULAR MEETINGS AND THE CONDUCTING OF BUSINESS

Meetings shall be held via email and other electronic fora, and all business will be conducted on-line or in meetings held by the Board when available. Meetings shall be conducted in an ongoing fashion.

SECTION 9. QUORUM FOR ONLINE MEETINGS

A quorum of an online Board meeting shall exist if two thirds of the Board of Directors are receiving their email and have not informed the Chair or Secretary that they will be offline for the specified period. Except as otherwise provided under the Articles of Incorporation, these Bylaws, or provisions of law, no business decisions shall be considered by the Board at which the required quorum is not receiving their email or electronically participating.

SECTION 10. MAJORITY ACTION AS BOARD ACTION

Every act or decision done or made by a majority of the Board present at a meeting when a quorum is present is the act of the Board of Directors, unless the Articles of Incorporation, these Bylaws, or provisions of law require a greater percentage or different voting rules for approval of a matter by the Board.

SECTION 11. CONDUCT OF MEETINGS

Meetings of the Board of Directors shall be presided over by the Chair of the Board, or, in their absence, by the Vice Chair of the Board or, in the absence, by a Director chosen by a majority of the Directors present at the meeting. The Secretary of the corporation shall act as secretary of all meetings, provided that, in their absence, the presiding officer shall appoint another person to act as Secretary of the Meeting. Meetings shall be governed by Roberts Rules of Order insofar as such rules are not inconsistent with or in conflict with the practice of electronic democracy, the Articles of Incorporation, these Bylaws, or with provisions of law.

SECTION 12. NONLIABILITY OF DIRECTORS

The Directors shall not be personally liable for the debts, liabilities, or other obligations of the corporation.

SECTION 13. INDEMNIFICATION OF DIRECTORS AND OFFICERS

The Directors and officers of the corporation shall fully be indemnified by the corporation based on the Board's discretion and as permissible under the laws of this state.

SECTION 14. INSURANCE FOR CORPORATE AGENTS

Except as may be otherwise provided under provisions of law, the Board of Directors may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any agent of the corporation against liabilities.

ARTICLE 5: OFFICERS

SECTION 1. DESIGNATION OF OFFICERS

The officers of the corporation shall be Chair, Vice Chair, Secretary, and Treasurer. The corporation may also have other such officers with such titles as may be determined from time to time by the Board of Directors.

SECTION 2. QUALIFICATIONS

Any Full Member of the Humanity+ may serve as officer of this corporation.

SECTION 3. ELECTION AND TERM OF OFFICE

Officers shall be elected by the Board of Directors, at any time, and each officer shall hold office until he or she resigns or is removed or is otherwise disqualified to serve.

SECTION 4. DUTIES OF CHAIR

The Chair shall be the coordinator of the activities of the Board of Directors and shall, subject to the control of the Board of Directors, supervise and control the affairs of the corporation and the activities of the officers. He or she shall perform all duties incident to his or her office and such other duties as may be required by the Articles of Incorporation, or by these Bylaws, or which may be prescribed from time to time by the Board of Directors. Unless another person is specifically appointed as Chair of the Board of Directors, the Chair shall preside at all meetings of the Board of Directors and, if this corporation has members, at all meetings of the members. The Chair may also delegate any of his or her duties to the Vice Chair as he or she deems appropriate, in each case notifying the Board regarding which duties are being thus delegated.

SECTION 5. DUTIES OF VICE CHAIR

In the absence of the Chair, or in the event of his or her inability or refusal to act, the Vice Chair shall perform all the duties of the Chair, and when so acting shall have all the powers of, and be subject to all the restrictions on, the Chair. The Vice Chair shall have other powers and perform such other duties as may be prescribed by the Articles of Incorporation, or by these Bylaws, or as may be prescribed by the Board of Directors.

SECTION 6. DUTIES OF SECRETARY

The Secretary shall oversee the membership of the organization and communicate with members. In general, perform all duties incident to the office of Secretary and such other duties as may be required by law, by the Articles of Incorporation, or by these Bylaws, or which may be assigned to him or her from time to time by the Board of Directors. The Secretary shall work with the Board and Executive Director (if an Executive Director has been appointed) to see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law. Work with the Board and Executive Director (if an Executive Director has been Appointed) to acknowledge documents of the corporation.

SECTION 7. DUTIES OF TREASURER

The Treasurer shall be responsible for, all funds and securities of the corporation, and deposit all such funds in the name of the corporation in such banks or other depositories as shall be selected by the Board of Directors. If an Executive Director has been appointed, the Treasurer will work with the Executive Director to ensure all financial records are in good keeping and receive, and give receipt for, monies due and payable to the corporation from any source whatsoever. Keep and maintain adequate and correct accounts of the corporation's properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains and losses. In general, perform all duties incident to the office of Treasurer and such other duties as may be required by law, by the Articles of Incorporation of the corporation, or by these Bylaws, or which may be assigned to him or her from time to time by the Board of Directors.

SECTION 8. DUTIES OF EXECUTIVE DIRECTOR

The Executive Director shall work in accordance with the strategic planning, approval, and control of the Board of Directors. Duties include: perform any and all duties imposed on him or her collectively or individually by law, by the Articles of Incorporation, or by these Bylaws; supervise all agents and employees of the corporation to assure that their duties are performed properly; manage the day-to-day operations of the organization and perform any other tasks and duties that are in accordance with the job as Executive Director as determined by the Board of Directors; and if or when deemed appropriate by the Board of Directors and financially feasible for the corporation, the Executive Director is expected to carry out the development and fundraising duties when no Development Director is in place.

ARTICLE 6: EXECUTION OF INSTRUMENTS, DEPOSITS AND FUNDS

SECTION 1. EXECUTION OF INSTRUMENTS

The Board of Directors, except as otherwise provided in these Bylaws, may by resolution authorize any officer, agent of the corporation, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances. Unless so authorized, no officer, agent, or employee shall have any power or authority to bind the corporation by any contract or engagement or to pledge its credit or to render it liable monetarily for any purpose or in any amount.

SECTION 2. DUTIES OF CHECKS AND NOTES

Except as otherwise specifically determined by resolution of the Board of Directors, or as otherwise required by law, checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of the corporation shall be signed by the Treasurer, Chair or Executive Director

SECTION 3. DEPOSITS

All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies, or other depositories as the Board of Directors may select.

SECTION 4. GIFTS

The Board of Directors may accept on behalf of the corporation any contribution, gift, bequest, or devise for the nonprofit purposes of this corporation.

ARTICLE 7: CORPORATE RECORDS, REPORTS AND SEAL

SECTION 1. MAINTENANCE OF CORPORATE RECORDS

The corporation shall keep at its principal office: electronic minutes of all meetings of Directors, committees of the Board and, if this corporation has members, of all meetings of members, indicating the time and place of holding such meetings, whether regular or special, how called, the notice given, and the names of those present and the proceedings thereof; adequate and correct electronic and paper records of account, including accounts of its properties and business transactions and accounts of its assets, liabilities, receipts, disbursements, gains and losses; online record of its members, including the class of membership held by each member and the termination date of any membership through PayPal; a copy of the corporation's Articles of Incorporation and

Bylaws as amended to date, which shall be open to inspection by the members, if any, of the corporation at all reasonable times during office hours.

SECTION 2. CORPORATE SEAL

The Board of Directors may adopt, use, and at will alter, a corporate seal.

SECTION 3. DIRECTORS' INSPECTION RIGHTS

Every Director shall have the absolute right at any reasonable time to inspect and copy all records and documents of every kind and to inspect the physical properties of the corporation and shall have such other rights to inspect the records and properties of this corporation as may be required under the Articles of Incorporation, other provisions of these Bylaws, and provisions of law.

SECTION 4. MEMBERS' INSPECTION RIGHTS

Every Full Member shall have the following inspection rights, for a purpose reasonably related to such person's interest as a Full Member: to inspect at any reasonable time the electronic and paper records, or electronic minutes of proceedings of the members or of the Board or committees of the Board, upon written request on the Secretary of the corporation by the member, for a purpose reasonably related to such person's interests as a member. Members shall have such other rights to inspect the records and properties of this corporation as may be required under the Articles of Incorporation, other provisions of these Bylaws, and provisions of law.

SECTION 5. RIGHT TO COPY AND MAKE EXTRACTS

Any inspection under the provisions of this Article may be made in person or by agent or attorney and the right to inspection shall include the right to copy and make extracts.

SECTION 6. PERIODIC ANNUAL REPORT

The Board shall cause any annual or periodic report required under law to be prepared and delivered to an office of this state or to the members, if any, of this corporation, to be so prepared and delivered within the time limits set by law.

ARTICLE 8: IRC 501(C)(3) TAX EXEMPTION PROVISIONS

SECTION 1. LIMITATIONS ON ACTIVITIES

No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation [except as otherwise provided by Section 501(h) of the Internal Revenue Code], and this 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. Notwithstanding any other provisions of these Bylaws, this corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

SECTION 2. PROHIBITION AGAINST PRIVATE INUREMENT

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, Directors or trustees, 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 of this corporation.

SECTION 3. DISTRIBUTION OF ASSETS

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 510(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Such distribution shall be made in accordance with all applicable provisions of the laws of this state.

SECTION 4. PRIVATE FOUNDATION REQUIREMENTS AND RESTRICTIONS

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

ARTICLE 9: AMENDMENT OF BYLAWS

SECTION 1. AMENDMENT

These Bylaws, or any of them, may be altered, amended, or repealed and new Bylaws adopted by approval of the Board of Directors.

ARTICLE 10: CONSTRUCTION AND TERMS

If there is any conflict between the provisions of these Bylaws and the Articles of Incorporation of this corporation, the provisions of the Articles of Incorporation shall govern. Should any of the provisions or portions of these Bylaws be held unenforceable or invalid for any reason, the remaining provisions and portions of these Bylaws shall be unaffected by such holding. All references in these Bylaws to the Articles of Incorporation shall be to the Articles of Incorporation, Articles of Organization, Certificate of Incorporation, or other founding document of this corporation filed with an office of this state and used to establish the legal existence of this corporation. All references in these Bylaws to a section or sections of the Internal Revenue Code shall be to such sections of the Internal Revenue Code of 1986 as amended from time to time, or to corresponding provisions of any future federal tax code.

ARTICLE 11: MEMBERS

SECTION 1. DETERMINATIONS AND RIGHTS OF MEMBERS

The corporation shall have only two classes of members, basic and full. No member shall hold more than one membership in the corporation. Basic membership shall be free and does not include voting privileges for a Board seat. Full membership requires payment of dues and has voting rights to nominate and vote on a vacant Board seat.

SECTION 2. QUALIFICATIONS OF MEMBERS

The qualification for membership in this corporation is general support of the outlook of the corporation as represented by its Mission Statement and Declaration, and its ongoing activities.

SECTION 3. FEES AND DUES

The annual dues payable be Full Members of the corporation shall be determined by the Board.

SECTION 4. NUMBER OF MEMBERS

There is no limit on the number of members the corporation may admit.

SECTION 5. MEMBERSHIP BOOK

The corporation shall keep a membership email list and PayPal list containing the name and email address of each member. Termination of the membership of any member shall be recorded in the membership list and PayPal online, together with the date of termination of such membership.

SECTION 6. NONLIABILITY OF MEMBERS

A member of this corporation is not, as such, personally liable for the debts, liabilities, or obligations of the corporation.

SECTION 7. NON-TRANSFERABILITY OF MEMBERSHIP

No member may transfer a membership or any right arising therefrom. All rights of membership cease upon the member's death.

SECTION 8. TERMINATION OF MEMBERSHIP

The membership of a member shall terminate upon the occurrence of any of the following events: the member provides notice of termination delivered to the Chair or Secretary of the corporation personally or by email; upon a failure of the member to renew membership by paying dues on or before their due date (a member may avoid such termination by paying the amount of delinquent dues within a thirty (30) day period following the member's receipt of the email notification of delinquency); and if the member has engaged in conduct materially and seriously prejudicial to the interests or purposes of the corporation, the issue may be arbitrated by the Board and if there is no resolve, the member may be expelled from the corporation and shall receive a refund of dues already paid for the current dues period. All rights of a member in the corporation shall cease on termination of membership as herein provided.

ARTICLE 12: MEETINGS OF MEMBERS

SECTION 1. ONLINE MEETINGS

Meetings of Full Members shall be held online in a continuous electronic fashion. The members email list provides an ongoing venue for discussions and meetings.

SECTION 2. VOTING RIGHTS AND ONLINE ELECTIONS OF VACANT BOARD SEAT

Each Full Member is entitled to one vote on each matter submitted to a vote by the Board of Directors. Voting at duly held online meetings, including election of a vacant seat of the Board of Directors, shall be conducted electronically

SECTION 3. NOTICE OF ONLINE DECISION-MAKING

Unless otherwise provided by the Articles of Incorporation, these Bylaws, or provisions of law, notice stating the need to conduct an online discussion and decision-making shall take place on the members email list. Any voting will take place after discussion and conclude in no more than 30 days. The notice of any meeting of members at which a Director is to be nominated and elected by Full Members shall also state the names of all those who are nominees for election to the Board at the time notice is given. Voting time frame for an empty Board seat shall be no more than 14 days.

SECTION 4. QUORUM FOR ONLINE MEETINGS

A quorum for purposes of the electronic decision-making of the Humanity+ shall consist of 51% of the Full Members of the corporation being subscribed to the electronic forum in which the discussion and decision takes place. Except as otherwise provided under the Articles of Incorporation, these Bylaws, or provisions of law, no business shall be considered by the members at any meeting at which the required quorum is not present, and the only motion which the Chair shall entertain at such meeting is a motion to adjourn.

SECTION 5. MAJORITY ACTION AS MEMBERSHIP ACTION

Every act or decision done or made by a majority of voting members present in person or by proxy at a duly held meeting at which a quorum is present is the act of the members, unless the Articles of Incorporation, these Bylaws, or provisions of law require a greater number.

SECTION 6. CONDUCT OF MEETING

Meetings of members shall be presided over by the Chair of the Board, or, if there is no Chair or, in his or her absence, by the Vice Chair or, in the absence of all these persons, by a Board Director or Full Member chosen by a majority of the voting members, present at the meeting. The Secretary of the corporation shall act as Secretary of all meetings of members, provided that, in his or her absence, the presiding officer shall appoint another person to act as Secretary of the Meeting. Meetings shall be governed by Roberts Rules of Order, as such rules may be revised from time to time, insofar as such rules are not inconsistent with or in conflict with the practice of electronic democracy, the Articles of Incorporation, these Bylaws, or with provisions of law.

ADOPTION OF BYLAWS

We, the undersigned, are the current Directors of this corporation, known as Humanity+, Inc., and we consent to and hereby adopt the foregoing revisions to the initial Bylaws, which consist of 9 pages, as the Bylaws of this corporation. Addresses are not included in this public document for reasons of identity and the cybersecurity protection of its members.

Board of Directors

Dated: August 26, 2018

Chair: Ben Goertzel	_____
Vice-Chair: Jose Cordeiro	_____
Secretary: David Wood	_____
Treasurer: Amy Li	_____
Director: Gabriel Rothblatt	_____

EXHIBIT “A”

ARTICLES OF INCORPORATION

ARTICLES OF INCORPORATION NONPROFIT CORPORATION

1. ENTITY NAME: Humanity Plus, Inc.
2. CHARACTER OF AFFAIRS: Administration and management of educational projects related to technology and humanity’s future.
3. MEMBERS: The corporation will have members.
4. ARIZONA KNOWN PLACE OF BUSINESS ADDRESS
 - 4.1 Is Arizona known place of business address the same as the street address of the statutory agent?

Yes.
5. DIRECTORS – List name and business address of each and every Director of the corporation.

Natasha Vita More, Chair
Ben Goertzel, Vice Chair
David Wood, Secretary
Amy Li, Treasurer
Jose Cordeiro, Board Member
Gabriel Rothblatt, Board Member
6. STATUTORY AGENT
 - 6.1 REQUIRED – give the name and physical or street address in Arizona of the statutory agent.

Natasha Vita More
 - 6.2 OPTIONAL
 - 6.3 REQUIRED – the Statutory Agent Acceptance form M002 must be submitted along with these Articles of Incorporation
7. REQUIRED – you just complete and submit with the Articles a Certificate of Disclosure. The Articles will be rejected if the Certificate of Disclosure is not simultaneously submitted.
8. INCORPORATORS – List the name and address, and the signature, of each and every incorporator – a minimum of one is required.

Natasha Vita More

DO NOT WRITE ABOVE THIS LINE, RESERVED FOR ACC USE ONLY.

ARTICLES OF INCORPORATION NONPROFIT CORPORATION

Read the Instructions [C011](#)

- 1. ENTITY NAME** - see [Instructions C011](#) for naming requirements - give the exact name of the corporation:

Humanity Plus, Inc.

- 2. CHARACTER OF AFFAIRS** - briefly describe the character of affairs the corporation initially intends to conduct in Arizona. **NOTE** that the character of affairs that the corporation ultimately conducts is not limited by the description provided.

Administration and management of educational projects related to technology and humanity's future

- 3. MEMBERS - check one:** The corporation WILL have members.
 The corporation WILL NOT have members.

4. ARIZONA KNOWN PLACE OF BUSINESS ADDRESS:

- 4.1** Is the Arizona known place of business address the same as the **street address** of the statutory agent?

Yes - go to number 5 and continue
 No - go to number 4.2 and continue

- 4.2** If you answered "No" to number 4.1, give the **physical or street address** (not a P.O. Box) of the known place of business of the corporation in Arizona:

Address (optional)		
Address 1		
Address 2 (optional)		
City	State or Province	ZIP
Country		

5. DIRECTORS - list the name and business address of each and every Director of the corporation. If more space is needed, check this box and complete and attach the [Director Attachment form C082](#).

<p>Natasha Vita More, Chair</p> <p>Name [REDACTED]</p> <p>Address 1 [REDACTED]</p> <p>Address 2 (optional) [REDACTED] [REDACTED] [REDACTED]</p> <p>City [REDACTED] State or Province [REDACTED] Zip [REDACTED] Country UNITED STATES</p>	<p>Ben Goertzel, Vice Chair</p> <p>Name [REDACTED]</p> <p>Address 1 [REDACTED]</p> <p>Address 2 (optional) [REDACTED] [REDACTED] [REDACTED]</p> <p>City [REDACTED] State or Province [REDACTED] Zip [REDACTED] Country UNITED STATES</p>
<p>Amy Li, Treasurer</p> <p>Name [REDACTED]</p> <p>Address 1 [REDACTED]</p> <p>Address 2 (optional) [REDACTED] [REDACTED] [REDACTED]</p> <p>City [REDACTED] State or Province [REDACTED] Zip [REDACTED] Country UNITED STATES</p>	<p>Jose Cordeiro</p> <p>Name [REDACTED]</p> <p>Address 1 [REDACTED]</p> <p>Address 2 (optional) [REDACTED] [REDACTED] [REDACTED]</p> <p>City [REDACTED] State or Province [REDACTED] Zip [REDACTED] Country UNITED STATES</p>
<p>David Wood, Secretary</p> <p>Name [REDACTED]</p> <p>Address 1 [REDACTED]</p> <p>Address 2 (optional) [REDACTED] [REDACTED] [REDACTED]</p> <p>City [REDACTED] State or Province [REDACTED] Zip [REDACTED] Country GREAT BRITAIN</p>	<p>Gabriel Rothblatt</p> <p>Name [REDACTED]</p> <p>Address 1 [REDACTED]</p> <p>Address 2 (optional) [REDACTED] [REDACTED] [REDACTED]</p> <p>City [REDACTED] State or Province [REDACTED] Zip [REDACTED] Country UNITED STATES</p>

6. STATUTORY AGENT - see Instructions C011

<p>6.1 REQUIRED - give the name (can be an individual or an entity) and physical or street address (not a P.O. Box) in Arizona of the statutory agent:</p>	<p>6.2 OPTIONAL - mailing address in Arizona of statutory agent (can be a P.O. Box):</p>
<p>Natasha Vita More Statutory Agent Name (required)</p> <p>Attention (optional) [REDACTED]</p> <p>Address 1 [REDACTED]</p> <p>Address 2 (optional) [REDACTED] [REDACTED] [REDACTED]</p> <p>City [REDACTED] State [REDACTED] Zip [REDACTED]</p>	<p>Attention (optional) [REDACTED]</p> <p>Address 1 [REDACTED]</p> <p>Address 2 (optional) [REDACTED] [REDACTED] [REDACTED]</p> <p>City [REDACTED] State [REDACTED] Zip [REDACTED]</p>
<p>6.3 REQUIRED - the Statutory Agent Acceptance form M002 must be submitted along with these Articles of Incorporation.</p>	

7. **REQUIRED** - you must complete and submit with the Articles a *Certificate of Disclosure*. The Articles will be rejected if the Certificate of Disclosure is not simultaneously submitted.
8. **INCORPORATORS** - list the **name and address**, and the **signature**, of each and every incorporator - minimum of one is required. If more space is needed, check this box and complete and attach the *Incorporator Attachment* form C084.

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<p>Natasha Vita More</p> <p>Name _____</p> <p>Address 1 _____</p> <p>Address 2 (optional) _____</p> <p>City _____ State _____ Zip _____</p> <p>Country UNITED STATES</p> <p>SIGNATURE - see Instructions C011: By checking the box marked "I accept" below, I acknowledge under penalty of perjury that this document together with any attachments is submitted in compliance with Arizona law.</p> <p style="text-align: center;"><input checked="" type="checkbox"/> I ACCEPT</p> <p></p> <p><small>Printed Name</small> Natasha Vita More <small>Date</small> 07/11/2018</p> <p>IF SIGNING FOR AN ENTITY, CHECK ONE, FILL IN BLANK:</p> <p><input type="checkbox"/> Corporation as Incorporator - I am signing as an officer or authorized agent of a corporation and its name is: _____</p> <p><input type="checkbox"/> LLC as Incorporator - I am signing as a member, manager, or authorized agent of a limited liability company, and its name is: _____</p>	<p>Name _____</p> <p>Address 1 _____</p> <p>Address 2 (optional) _____</p> <p>City _____ State _____ Zip _____</p> <p>Country _____</p> <p>SIGNATURE - see Instructions C011: By checking the box marked "I accept" below, I acknowledge under penalty of perjury that this document together with any attachments is submitted in compliance with Arizona law.</p> <p style="text-align: center;"><input type="checkbox"/> I ACCEPT</p> <p>Signature _____</p> <p><small>Printed Name</small> _____ <small>Date</small> _____</p> <p>IF SIGNING FOR AN ENTITY, CHECK ONE, FILL IN BLANK:</p> <p><input type="checkbox"/> Corporation as Incorporator - I am signing as an officer or authorized agent of a corporation and its name is: _____</p> <p><input type="checkbox"/> LLC as Incorporator - I am signing as a member, manager, or authorized agent of a limited liability company, and its name is: _____</p>
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<p>Filing Fee: \$40.00 (regular processing) Expedited processing - add \$35.00 to filing fee. All fees are nonrefundable - see Instructions.</p>	<p>Mall: Arizona Corporation Commission Corporate Filings Section 1300 W. Washington St., Phoenix, Arizona 85007 Fax: 602-542-4100</p>
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Please be advised that A.C.C. forms reflect only the minimum provisions required by statute. You should seek private legal counsel for those matters that may pertain to the individual needs of your business.
All documents filed with the Arizona Corporation Commission are public record and are open for public inspection.
If you have questions after reading the Instructions, please call 602-542-3026 or (within Arizona only) 800-345-5819.

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