

# **ARTICLES OF INCORPORATION OF CHILDREN OF THE SOIL INTERNATIONAL, INC.**

The undersigned incorporator executes these Articles of Incorporation for the purposes of forming, and does hereby form, a nonprofit corporation (the "Corporation") under the laws of the Commonwealth of Kentucky (KRS 273.161 et seq.), with all the rights, privileges, and immunities of a corporation organized within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or corresponding section of any future federal tax code), in accordance with the following provisions:

## **ARTICLE I**

### **Name**

The name of the Corporation is Children of The Soil International, Inc. ("Corporation").

## **ARTICLE II**

### **Duration**

The period of its duration is perpetual.

## **ARTICLE III**

### **Registered Office and Registered Agent**

The street address of the initial registered office of the Corporation is 212 N. 2nd Street, STE 100, Richmond, KY 40475. The name of the initial registered agent at that address is Registered Agents Inc.

**ARTICLE IV**  
**Principal Office**

The physical and mailing address of the Corporation is:

5429 Ye Old Post Rd Apt 2  
Louisville KY 40219

**ARTICLE V**  
**Directors**

The Corporation shall be governed by a Board of Directors consisting of not less than three (3) and not more than fifteen (15) members, the exact number and term of each to be set in the manner provided for in the Bylaws. The initial Board of Directors of the Corporation shall consist of five (5) persons who shall serve until the first annual election of Directors or until their successors are elected and qualify. The names and mailing addresses of said directors are:

Beha Koryor  
5429 Ye Old Post Rd Apt 2  
Louisville KY 40219

Bill Arthur Montgomery  
5907 Midnight Ln  
Louisville KY 40229

Harrison Toe  
1508 East Rice St  
Sioux Falls SD 57103

Tonieh Asher Freeman  
518 South Green Berry Ln  
Dover DE 19904

Romeo Sebrom Morris  
Congo Town  
Montserrado, Liberia

**ARTICLE VI**  
**Purposes and Powers**

No part of the net earnings of the corporation shall inure to the benefit, or be distributable to its members, 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 set forth in previous articles hereof. No substantial part of the activities of the corporation shall be the 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 or in opposition to 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 Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Said Corporation is organized exclusively for charitable, religious, educational, 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, or the corresponding section of any future federal tax code. Corporation shall receive contributions and fees, and shall distribute its funds for charitable, scientific, educational, and religious purposes. The Corporation shall have all the powers allowed corporations by Chapter 273 of the Kentucky Revised Statutes.

Any provision of these Articles of Incorporation to the contrary notwithstanding, the Corporation shall not have capital stock or shareholders and shall not have any purpose or object, nor have or exercise any power, nor engage in any activity, which in any way contravenes, or is in conflict with, the other provisions of these Articles of Incorporation.

Children of The Soil International, Inc.'s mission is to give back to the motherland of Africa by providing less fortunate children, such as but not limited to orphans, with the means to afford education.

## **ARTICLE VII**

### **Dissolution**

Upon the 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 corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine which are organized and operated exclusively for such purposes.

## **ARTICLE VIII**

### **Members**

The Corporation shall not have members.



Indemnification of Directors, officers, employees and agents of the Corporation may be as provided for in the bylaws; provided, however, such identification is not otherwise in conflict with the provisions of these Articles of Incorporation.

**ARTICLE X**  
**Incorporator**

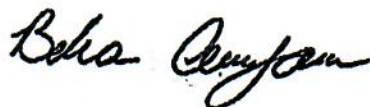
The name and mail address of the Incorporators are:

Beha Koryor  
5429 Ye Old Post Rd Apt 2  
Louisville KY 40219

Bill Arthur Montgomery  
5907 Midnight Ln  
Louisville KY 40229

**ACKNOWLEDGMENT OF INCORPORATORS**

I declare under penalty of perjury under the laws of the state of Kentucky that the foregoing is true and correct. Signed and acknowledged by the Incorporator this 15<sup>th</sup> day of April 2021.




Beha Koryor, Incorporator




Bill Arthur Montgomery, Incorporator

**WRITTEN CONSENT OF THE INITIAL REGISTERED AGENT**

The undersigned, Bill Havre, President of Registered Agents Inc, hereby consent to serve as initial registered agent.

By:   
Bill Havre, President  
Registered Agents Inc.  
Commercial Registered Agent

This instrument was prepared by:

  
Dr. Kitty Bickford, DBS, CPC  
Harbor Compliance  
1830 Colonial Village Lane  
Lancaster, PA 17601  
(573) 201-4832