

Commonwealth of Kentucky
Michael G. Adams, Secretary of State

NAOI
1412051.09
Michael G. Adams
Secretary of State
Received and Filed
11/27/2024 12:00:00 AM
Fee receipt: \$8

Michael G. Adams
Secretary of State
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<http://www.sos.ky.gov>

Articles of Incorporation
Non-profit Corporation

NAI

Please Note: This form does not automatically confer tax-exempt status. For additional information, contact the Internal Revenue Service prior to filing the Articles of Incorporation. Pursuant to KRS 14A and KRS 273, the undersigned hereby forms a nonprofit corporation and for that purpose sets forth the following:

Article I: The name of the nonprofit corporation is

ESPERANZA EDUCATIVA SA Inc.

Article II: The purpose of the nonprofit corporation is **Create educaiton oppurtunites for at risk youth in South America.**

Article III: The name of the initial registered agent is

United States Corporation Agents, Inc.

and the street address of the entity's initial registered office in Kentucky is

9900 Corporate Campus Drive Suite 3000, Louisville, KY 40223

Article IV: The mailing address of the entity's principal office is

2127 Edgehill Rd, Louisville, KY 40205

Article V: The number of directors constituting the initial board of directors is **3**

The names and mailing addresses of the persons who are to serve as the initial board of directors are as follows:

Director	Jonathan Cohen	2127 Edgehill Rd, Louisville, KY 40205
Director	Lara Lasky	2127 Edgehill Rd, Louisville, KY 40205
Director	David Roth	2127 Edgehill Rd, Louisville, KY 40205

Article VI: The name and mailing address of the incorporator is as follows:

Incorporator	Jonathan Cohen	2127 Edgehill Rd, Louisville, KY 40205
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Additional articles not inconsistent with law may be stated in the space below.

Said organization 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 the section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The business activity for said organization is as follows: Create educaiton oppurtunites for at risk youth in South America.

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No part of the net earnings of this organization shall inure to the benefit of, to, its members, trustees, officers, or other private persons, except that it may be authorized and empowered to pay reasonable compensation for services rendered; to make payments and distributions in furtherance of the purposes set forth; no substantial part of the activities of this corporation shall be the carrying on or otherwise attempting to influence legislation, 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 provision of this document, 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.

Upon the dissolution of this corporation, assets remaining 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 organization 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.

This filing will be effective on **Wednesday, November 27, 2024.**

I declare under penalty of perjury under the laws of the state of Kentucky that the foregoing is true and correct.

Signature of individual signing on behalf of **Incorporator:**
Jonathan Cohen

I, **Erik Treutlein, United States Corporate Agents, Inc.**, consent to sign for **United States Corporation Agents, Inc.** who serves as the Registered Agent on behalf of this entity on Wednesday, November 27, 2024.