



ARTICLES OF INCORPORATION (Non-Profit)

Title 30, Chapters 21 and 30, Idaho Code

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Article 1: The name of the corporation shall be:

Vivo Learning Inc.

Article 2: The purpose for which the corporation is organized is:

Teaching non-English speaking people the English language

Article 3: Registered agent name and address:

Jackson Decker 1033 S Waterton AVE Eagle, ID 83616

Article 4: The board of directors shall consist of no fewer than three (3) people. The names and addresses of the initial directors are:

Jackson Decker 378 S Palomino Dr Sugar City, ID 83443

Kody Leavitt 378 S Palomino Dr Sugar City, ID, 83448

Isaac Gentry Hansen 3615 E Brenan Drive Nampa Idaho 83686

Article 5: Incorporator name(s) and address(es):

Frances Severe 2804 Gateway Oaks Dr # 100 Sacramento, CA 95833

Article 6: The mailing address of the corporation shall be:

378 S Palomino Dr Sugar City, ID 83448

Article 7: The corporation (☒ does ☐ does not) have voting members.

Article 8: Upon dissolution the assets shall be distributed: See attached

Signature of incorporator:

Printed Name: Frances Severe

Signature: [Signature]

Secretary of State use only

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Attachment to Articles of Incorporation for

Vivo Learning Inc.
Article 8 - Continued

The following language relates to the Corporation's tax-exempt status and is not a statement of purposes and powers.

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.

No part of the net earnings of the Corporation shall inure to the benefit of, 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 the purpose clause. 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 of 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.

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 the 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.