

STATE OF GEORGIA

Secretary of State
Corporations Division
313 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CERTIFICATE OF INCORPORATION

I, **Brian P. Kemp**, The Secretary of State and the Corporation Commissioner of the State of Georgia, hereby certify under the seal of my office that

CAMPBELL INTERNATIONAL BACCALAUREATE FOUNDATION, INC.
a Domestic Non-Profit Corporation

is hereby issued a CERTIFICATE OF INCORPORATION under the laws of the State of Georgia on **October 27, 2014** by the filing of all documents in the Office of the Secretary of State and by the paying of all fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on October 30, 2014



A handwritten signature in black ink, appearing to read "B. P. Kemp".

Brian P. Kemp
Secretary of State

**ARTICLES OF INCORPORATION
OF
CAMPBELL INTERNATIONAL BACCALAUREATE
FOUNDATION, INC.**

Article I.

The name of the Corporation is: **Campbell International Baccalaureate Foundation, Inc.** hereinafter referred to as the "Corporation."

Article II.

The Corporation is organized pursuant to the provisions of the Georgia Nonprofit Corporation Code.

Article III.

The street address of the registered office is: 2865 Hearthstone Circle, Marietta, GA 30062. The registered agent at such address is Steve Budow. The county of the registered office is Cobb.

Article IV.

The nature of the business and the purpose to be conducted and promoted are as follows:

Said organization is organized exclusively for charitable, religious, and educational, 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 corresponding section of any future federal tax code.

Article V.

The name and address of each incorporator is:

Steve Budow
2685 Hearthstone Circle
Marietta, GA 30062

Article VI.

The corporation will have members to be identified at a later date.

Article VII.

The principal mailing address of the corporation is: 2685 Hearthstone Circle, Marietta, GA 30062

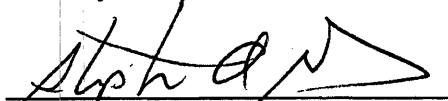
Article VIII.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable 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 organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) 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 activities 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.

Article IX

Upon the dissolution of the organization, 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 disposed of shall be disposed of by the Court of Common Pleas 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.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 15th day October 2014.



Steve Budow
Incorporator