

ARTICLES OF INCORPORATION  
OF  
ENGLISH LANGUAGE NETWORK, INC.

The undersigned incorporators, who are individuals 18 years of age or older, a majority of whom are citizens of the United States and pursuant to the nonprofit corporation laws of this state, hereby adopt the following Articles of Incorporation.

ARTICLE I. NAME

The name of this organization is English Language Network. The organization is a public benefit corporation.

ARTICLE II. REGISTERED OFFICE

The physical address of the registered office for this corporation is at 1941 S. 42nd Street, Suite 403, Omaha, NE 68105.

ARTICLE III. REGISTER AGENT

The name and address of the initial register agent is Pierre Sagitteh, 1941 S. 42nd Street, Suite 403, Omaha, NE 68105.

ARTICLE IV. DURATION

The period of duration is perpetual.

ARTICLE V. PURPOSE

The specific purpose of this corporation is:

- Create general awareness of the need and importance of literacy and promote community-wide and international support of the activities of the corporation.
- Provide programs of the highest quality to improve the literacy level of the community, local and international, through adult instruction and early literacy support.
- Recruit, train, support, and motivate tutors, training instructors, writers and leaders to carry out the mission of this corporation.
- Work cooperatively with other organizations that pursue similar goals and methodology for literacy awareness and advance.

The North American Industry Classification System code for this corporation is 611710 for Educational Support Services.

This 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. Charitable purposes shall include the making of distributions to organizations qualifying as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code or corresponding provisions of any future internal revenue law.

#### ARTICLE VI. INITIAL DIRECTORS

The number of directors, and the method of selecting directors, shall be fixed by the Bylaws of this corporation. The directors need not be residents of the State of Nebraska. The initial directors shall be three (3) in number. The names and addresses of these initial directors are as follows:

Pierre Sagitteh, 11653 Westwood Lane, Omaha, NE 68144

Jonson Mahathath, 109 Kestrel Court, Council Bluffs, IA 51501

Juliana Pulido, PCS 3 Box 7794, APO, AP 96266, Osan AFB

#### ARTICLE VII. MEMBERS

The membership of the corporation shall consist of the members of the Board of Directors.

#### ARTICLE VIII. INCORPORATORS

The name and address of the incorporators of this corporation are:

Pierre Sagitteh, 11653 Westwood Lane, Omaha, NE 68144

Jonson Mahathath, 109 Kestrel Ct., Council Bluffs, IA 51501

Juliana Pulido, PCS 3 Box 7794, APO, AP 96266, Osan AFB

#### ARTICLE IX. POWERS

The corporation shall have and exercise all powers and rights conferred upon corporations by the Nebraska Nonprofit Corporation Act and any enlargement of such powers conferred by subsequent legislative acts including, without limitation, the power to receive gifts, devices, bequests, and contributions in any form, and to use, apply, invest, and reinvest the principal and/or income therefrom, and to distribute the same for the purposes of the corporation. In addition thereto, the corporation shall have and exercise all the powers and rights not otherwise denied not-for-profit corporations by the laws of the State of Nebraska as are necessary, suitable, proper, convenient, or expedient to the attainment of the purposes of the corporation.

#### ARTICLE X. LIMITATIONS

1. 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 Article Third hereof.
2. 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.

3. The corporation shall distribute its income for each taxable year at such time and in such manner as not to subject the corporation to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any future Internal Revenue laws.
4. The corporation shall not engage in any act of self-dealing as defined in section 4941 (d) of the Internal Revenue Code of 1986, or corresponding provisions of any future Internal Revenue laws.
5. The corporation shall not retain any excess business holdings as defined in section 4943 (c) of the Internal Revenue Code of 1986, or corresponding provisions of any future Internal Revenue laws.
6. The corporation shall not make any investment in a manner as to subject the corporation to tax under section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any future Internal Revenue laws.
7. The corporation shall not make any taxable expenditure as defined in section 4945 (d) of the Internal Revenue Code of 1986, or corresponding provisions of any future Internal
8. 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.
9. No member, officer, or director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers, or directors be subject to the payment of the debts or obligations of this corporation.

#### ARTICLE XI. INDEMNIFICATION OF OFFICERS AND DIRECTORS

The corporation shall indemnify any person (and the heirs and legal representatives of such person) who is or was a director, officer, employee, or agent of the corporation, or of any other corporation, partnership, joint venture, trust, or other enterprise which he or she serves or served as such at the request of the corporation, to the extent currently allowed by the Nebraska Nonprofit Corporation Act, or by enlargement thereof conferred by subsequent legislative acts, by specifically providing therefore in the Bylaws of the corporation.

#### ARTICLE XII. BYLAWS

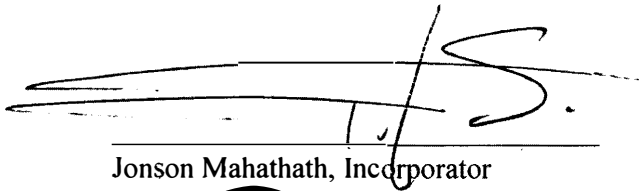
The initial Bylaws of the corporation shall be adopted by the Directors appointed in these Articles. Thereafter, the Bylaws may be adopted, amended, or repealed as provided in the Bylaws.

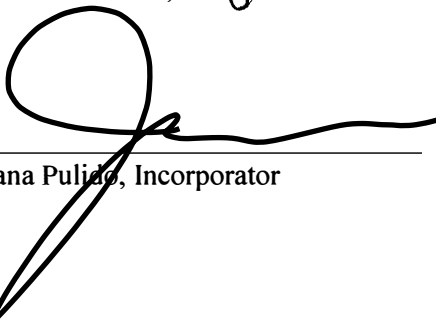
### ARTICLE XIII DISSOLUTION

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 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.

IN WITNESS WHEREOF, we the undersigned, being the Incorporators of English Language Network, Inc. executed these Articles of Incorporation on Feb 5, 2021.

  
Pierre Sagitteh, Incorporator

  
Jonson Mahathath, Incorporator

  
Juliana Pulido, Incorporator