

**STATE OF DELAWARE**  
**CERTIFICATE OF INCORPORATION**  
**A NON STOCK CORPORATION**

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 03:06 PM 01/08/2024  
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SR 20240061169 - File Number 2904600

**FIRST.** The name of the corporation is: IRC Africa Inc.

**SECOND.** Its registered office in the State of Delaware is located at 651 N. Broad St., Ste. 201, Middletown, DE 19709 in New Castle County. The registered agent in charge thereof is United States Corporation Agents, Inc.

**THIRD.** The purpose of the Non-Profit Corporation is to engage in: Establishing and organization to support the Madagascar community, in area of , education, professional training and teaching as well as health and well-being.

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.

No part of the net earnings of this 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 this organization shall be the carrying on propaganda, or otherwise attempting to influence legislation, and this 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 corporation 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 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 disposed of shall be disposed 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.

**FOURTH.** The corporation shall not have any capital stock.

**FIFTH.** The corporation will not have members. Provisions for the regulation of the internal affairs of the corporation shall be set forth in the bylaws of the corporation.

**SIXTH.** The incorporator of the corporation is LegalZoom.com, Inc., 101 N. Brand, 11<sup>th</sup> Floor, Glendale, California 91203.

I, the undersigned, for the purpose of forming a corporation under the laws of the State of Delaware, do make, file, and record this Certificate, and do certify that the facts herein stated are true, and I have accordingly hereunto set my hand this 8<sup>th</sup> day of January 2024

**By: Legalzoom.com, Inc., Incorporator**



/s/ Cheyenne Moseley

By: Cheyenne Moseley, Assistant Secretary