Articles of Incorporation - Public Web Copy

Public web copy of the filed Articles. Street and local residential addresses are redacted for privacy; the legal text is otherwise reproduced from the supplied filed document.

ARTICLES OF INCORPORATION OF MR. BLINDBANDIT ACCESS AND OPPORTUNITY FOUNDATION INCORPORATED A Virginia Nonstock Corporation

The undersigned incorporator, for the purpose of forming a nonstock corporation under the Virginia Nonstock Corporation Act, Chapter 10 of Title 13.1, Code of Virginia, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is Mr. Blindbandit Access and Opportunity Foundation Incorporated (the "Corporation"). The Corporation shall have no capital stock and no shareholders.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The Corporation's initial principal office is [street address redacted], Roanoke, Virginia 24018, United States. The Corporation's initial mailing address is the same as its principal office: [street address redacted], Roanoke, Virginia 24018, United States, unless and until changed in accordance with law.

ARTICLE III

CHARITABLE AND EDUCATIONAL PURPOSES

The Corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding provision of any future federal tax law. Consistent with those exempt purposes, the Corporation's mission includes advancing accessibility, digital inclusion, education, and creative opportunity, particularly for persons with disabilities, students, youth, and underserved communities. The Corporation may carry out this mission through educational instruction and training in accessibility, assistive technology, software development, digital literacy, music, and the creative arts; the development and provision of accessible educational technology and software; mentorship; scholarships or grants; community programs; and other charitable and educational activities that further the Corporation's exempt purposes. The Corporation may also make grants or distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, provided that all such grants and distributions further the Corporation's exempt purposes.

ARTICLE IV

TAX-EXEMPT LIMITATIONS AND PRIVATE BENEFIT

No part of the net earnings or assets of the Corporation shall inure to the benefit of, or be distributable to, any director, officer, founder, member, or other private person, except that the Corporation may pay

reasonable compensation for services actually rendered and may make payments and distributions in furtherance of its exempt purposes. No substantial part of the Corporation's activities shall consist of carrying on propaganda or otherwise attempting to influence legislation, except to the extent permitted for an organization exempt under Section 501(c)(3) of the Internal Revenue Code. The Corporation shall not participate or intervene in 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 conduct activities that are not permitted to be conducted by an organization exempt from federal income tax under Section 501(c)(3), or by an organization contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code. Any transaction involving a director, officer, founder, family member of an insider, or related business or entity must further the Corporation's exempt purposes, comply with applicable law, and be handled under a conflict-of-interest process requiring disclosure, recusal when appropriate, and approval by disinterested directors. The Corporation shall maintain its charitable assets, books, accounts, and operations separately from any for-profit or privately owned enterprise.

ARTICLE V

NONMEMBERSHIP CORPORATION

The Corporation shall have no members. All corporate powers shall be exercised by or under the authority of the Board of Directors, subject to these Articles, the bylaws, and applicable law.

ARTICLE VI

BOARD OF DIRECTORS; SELECTION AND QUALIFICATIONS

The initial Board of Directors consists of the individuals listed in Article VII. The number of directors shall be fixed in accordance with the bylaws and applicable Virginia law. The directors shall elect their successors. Vacancies and any increase or decrease in the number of directors shall be handled as provided in the bylaws and the Virginia Nonstock Corporation Act. Each director shall satisfy the qualifications, if any, stated in these Articles, the bylaws, and applicable Virginia law.

ARTICLE VII

INITIAL DIRECTORS AND OFFICERS

The names, initial offices, and street addresses of the initial directors are: Name Initial Office / Capacity Street Address

Kaeleb Savon Heck President, Chief Executive Officer, and 7263 Mount Chestnut Road, Director Roanoke, Virginia 24018, United States

Emma Hinabe Heck Executive Vice President, Chief Operating Purok 6-A Mabuhay, Barangay Officer, and Director Capungagan, Kapalong, Davao del Norte 8113, Philippines

Celyne Richell Heck Treasurer, Chief Financial Officer, and 7263 Mount Chestnut Road, Roanoke, Director Virginia 24018, United States

Eileen Hooper Anderson Secretary, Chief Governance Officer, and 315 S Cleveland Avenue, Wilmington, Director Delaware 19805, United States

Christopher Andrew Hall Jr. Chief Strategy Officer and Director [street address redacted], Roanoke, Virginia 24018, United States

Firmina Jaictin Hinabe Chief Programs Officer and Director [local street address redacted], Kapalong, Davao del Norte 8113, Philippines

Christine Faith Lackey Chair of the Board and Director [street address redacted], Palm Coast, Florida 32137, United States

ARTICLE VIII

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 7263 Mount Chestnut Road, Roanoke, Virginia 24018, located in Roanoke County, Virginia. The Corporation's initial registered agent is Kaeleb Savon Heck, an individual resident of Virginia and an initial director of the Corporation, whose business office is identical with the registered office stated above.

ARTICLE IX

DISSOLUTION

Upon dissolution of the Corporation, and after payment or adequate provision for all lawful debts and liabilities, all remaining assets shall be distributed exclusively for one or more purposes that qualify as exempt purposes under Section 501(c)(3) of the Internal Revenue Code, or the corresponding provision of any future federal tax law, or to the United States government or to a state or local government for a public purpose. Any assets not otherwise disposed of in accordance with the preceding paragraph shall be disposed of by a court of competent jurisdiction exclusively for such exempt purposes or to one or more organizations then organized and operated exclusively for purposes described in Section 501(c)(3), or to a governmental entity for a public purpose.

ARTICLE X

EFFECTIVE DATE

These Articles of Incorporation shall be effective upon filing by the Virginia State Corporation Commission, unless a later effective date is stated in the filing as permitted by law.

ARTICLE XI

INCORPORATOR

The name and address of the incorporator are: Kaeleb Savon Heck [street address redacted], Roanoke, Virginia 24018, United States

ARTICLE XII

INDEMNIFICATION AND INSURANCE

To the fullest extent permitted by the Virginia Nonstock Corporation Act, Chapter 10 of Title 13.1, Code of Virginia, and other applicable law, the Corporation may indemnify its directors, officers, employees, and agents against liabilities, expenses, judgments, fines, settlements, and other amounts reasonably incurred in connection with proceedings arising from their service to or on behalf of the Corporation. The Corporation may advance reasonable expenses and may purchase and maintain insurance or other protection for such persons to the extent permitted by law. No indemnification, advancement, insurance, or other protection shall be provided to the extent prohibited by applicable law or inconsistent with the Corporation's obligations as an organization described in Section 501(c)(3) of the Internal Revenue Code.

ARTICLE XIII

AMENDMENT OF ARTICLES

Because the Corporation has no members, these Articles may be amended by the Board of Directors in the manner and by the vote authorized by the Virginia Nonstock Corporation Act, subject to any greater vote or additional approval required by applicable law or these Articles. Any amendment requiring filing with the Virginia State Corporation Commission shall become effective upon filing or on any later effective date permitted by law and stated in the filing. Resolutions, consents, certifications, and signatures relating to an amendment may be created, executed, transmitted, and retained electronically to the extent permitted by applicable law.

ARTICLE XIV

SUCCESSOR REGISTERED AGENT AND REGISTERED OFFICE

If the Corporation's registered agent resigns, becomes unable or unwilling to serve, ceases to qualify, or if the registered office changes, the Board of Directors or an authorized officer shall promptly designate a qualified successor registered agent and registered office in Virginia and shall cause the required statement or other filing to be delivered to the Virginia State Corporation Commission. No change of registered agent or registered office shall be effective merely by internal corporate action when Virginia law requires a filing with the Virginia State Corporation Commission.

ARTICLE XV

FISCAL YEAR

The fiscal year of the Corporation shall initially be the calendar year beginning January 1 and ending December 31. The Board of Directors may change the fiscal year by resolution when permitted by law and when consistent with the Corporation's federal and state tax, reporting, grant, and accounting obligations.

ARTICLE XVI

PRINCIPAL OFFICE AND ADDRESS UPDATES

The Board of Directors may relocate the Corporation's principal office or change its mailing address from time to time without amending these Articles unless an amendment is required by applicable law. The Corporation shall timely update the Virginia State Corporation Commission and other governmental agencies whenever an address change is required to be reported.

Board authorization of an address change and the related records may be approved, transmitted, signed, and retained electronically to the extent permitted by applicable law.

ARTICLE XVII

CORPORATE RECORDS AND RETENTION

The Corporation shall maintain the records required by the Virginia Nonstock Corporation Act, Chapter 10 of Title 13.1, Code of Virginia, applicable federal tax law, and other governing law, including its current Articles of Incorporation and amendments, bylaws and amendments, minutes of Board and committee meetings, records of actions taken without a meeting, accurate accounting records, required governmental filings, and such other records as the Board determines appropriate. Corporate records may be maintained in electronic form, provided they can be converted into legible written form within a reasonable time when required. Permanent records shall be retained permanently when required by law or Board policy, and other records shall be retained for the period required by law or by a records-retention policy adopted by the Board.

ARTICLE XVIII

GRANT-MAKING AND CHARITABLE DISTRIBUTIONS

All grants, scholarships, charitable distributions, and similar transfers of Corporation assets shall further one or more of the Corporation's exempt purposes. The Board of Directors may approve such grants directly or may delegate approval authority in the bylaws, a Board-approved policy, or a written delegation that establishes appropriate limits and oversight. The Corporation shall maintain sufficient records to document the charitable purpose, approval, recipient, amount, any material restrictions, and any conflict-of-interest review associated with a grant or distribution. Reasonable due diligence, reporting, monitoring, or expenditure controls shall be used when appropriate to protect the Corporation's charitable assets and tax-exempt status.

ARTICLE XIX

CONFLICT-OF-INTEREST POLICY

The Board of Directors shall adopt and maintain a written conflict-of-interest policy consistent with these Articles, applicable Virginia law, and the Corporation's obligations under Section 501(c)(3) of the Internal Revenue Code. The policy shall provide for disclosure of actual or potential conflicts, review by disinterested directors, recusal when appropriate, documentation of the decision-making process, and safeguards for transactions involving directors, officers, founders, family members, or related entities. The Board may require periodic or annual written acknowledgments or disclosures under that policy. If a conflict exists between the conflict-of-interest policy and these Articles, these Articles shall control.

ARTICLE XX

VOLUNTARY DISSOLUTION AUTHORIZATION

In addition to the asset-distribution requirements stated in Article IX, the Corporation may voluntarily dissolve and wind up its affairs when authorized in the manner required by the Virginia Nonstock Corporation Act, Chapter 10 of Title 13.1, Code of Virginia. Because the Corporation has no voting members, dissolution may be authorized by the Board of Directors by the vote required by applicable law. The Board may consider dissolution when the Corporation's exempt mission has been fulfilled, continued operation has become impracticable or financially unsustainable, a lawful merger or

restructuring makes separate existence unnecessary, or for any other lawful reason determined by the Board to be in the best interests of the Corporation and its charitable purposes. Any dissolution shall remain subject to Article IX and all applicable federal and state requirements.

ARTICLE XXI

BYLAWS, ORGANIZATIONAL ACTION, AND DIGITAL GOVERNANCE

The initial Board of Directors shall adopt bylaws for the governance of the Corporation at its organizational meeting or by written consent without a meeting to the extent permitted by the Virginia Nonstock Corporation Act, Chapter 10 of Title 13.1, Code of Virginia. The bylaws may thereafter be amended, repealed, or replaced in the manner authorized by law, these Articles, and the bylaws. To facilitate efficient administration across different locations, the Corporation may conduct Board and committee meetings through communications technology permitted by Virginia law. To the fullest extent permitted by applicable law, notices, consents, approvals, resolutions, signatures, records, and other corporate documents may be created, transmitted, executed, delivered, and retained electronically. Electronic records shall be maintained in a form capable of reliable retrieval and reproduction.

ARTICLE XXII

DURATION

The Corporation shall have perpetual existence unless dissolved in accordance with these Articles of Incorporation and applicable law.

IN WITNESS WHEREOF, the undersigned incorporator executes these Articles of Incorporation.

/s/ Kaeleb Savon Heck Date: September 24, 2026

Kaeleb Savon Heck

Incorporator

Electronically signed with express authorization of the incorporator.