



B20250003532

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**STATE OF CALIFORNIA**  
*Office of the Secretary of State*  
**ARTICLES OF INCORPORATION**  
**CA NONPROFIT CORPORATION**  
**PUBLIC BENEFIT**

California Secretary of State  
1500 11th Street  
Sacramento, California 95814  
(916) 657-5448

For Office Use Only

**-FILED-**

File No.: B20250003532

Date Filed: 2/27/2025

Corporation Name	Victory AI Academy
Initial Street Address of Principal Office of Corporation Principal Address	19100 VON KARMAN AVE STE 200 IRVINE, CA 92612
Initial Mailing Address of Corporation Mailing Address	19100 VON KARMAN AVE STE 200 IRVINE, CA 92612
Attention	
Agent for Service of Process Agent Name	Frank Herbert
Agent Address	19100 VON KARMAN AVE #200 IRVINE, CA 92612
Purpose Statement	This corporation is a Nonprofit Public Benefit Corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for: Public and Charitable purposes
Additional Statements	<p>The specific purpose of this corporation is to Provide high-quality, AI-powered education to students, personalizing learning experiences to identify and nurture each student's unique talents. The corporation is dedicated to academic excellence, character development, and preparing students for higher education and future careers</p> <p>This corporation is organized and operated exclusively for the purposes set forth within the meaning of Internal Revenue Code section 501(c)(3).</p> <p>No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.</p> <p>The property of this corporation is irrevocably dedicated to the purposes set forth herein and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person.</p> <p>Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable, educational and/or religious purposes and which has established its tax-exempt status under Internal Revenue Code section 501(c)(3).</p> <p>Notwithstanding any of the above statements of purpose and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the specific purpose of this corporation.</p>
Additional information and signatures set forth on attached pages, if any, are incorporated herein by reference and made part of these Articles of Incorporation.	
Electronic Signature	<input checked="" type="checkbox"/> I declare that I am the person who executed this instrument, which execution is my act and deed.

*H.F.*

Signature

02/27/2025

Date