

Filing Fee: \$50.00

ID Number: _____



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

NON-PROFIT CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-6-74 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign non-profit corporation hereby applies for a Certificate of Authority to conduct affairs in the state of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is Industrial Revelation Inc
2. It is incorporated under the laws of Delaware
3. The date of its incorporation is June 13, 2007
4. The address of its principal office in the state or country under the laws of which it is incorporated is:
2711 Centerville Road, Suite 400, Wilmington, DE 19808
5. The address of its proposed registered office in Rhode Island is 41 Nayatt Road
(Street Address, not P.O. Box)
Barrington, RI RI and the name of its proposed registered agent in
(City/Town) (Zip Code)
Rhode Island at that address is Navyn Salem
(Name of Agent)
6. The specific purpose or purposes which it proposes to pursue in conducting its affairs in Rhode Island are:
Industrial Revelation Inc. is organized exclusively for charitable purposes under section 501(c)(3) of the Internal Revenue Code. Its mission is to work with governments, NGOs, and other nutrition stakeholders to provide the supplies, resources and coordination needed to save the lives of those most at risk for malnutrition and to advocate for nutrition as a fundamental human right. The Industrial Revelation office in Rhode Island supports the field office in Tanzania. The organization's purpose working in Tanzania is, firstly, to promote local production of Ready-to-Use Foods (RUFs) for the treatment of acute malnutrition and, secondly, to help coordinate international relief efforts on a nationwide basis. Furthermore, through its RI-based wholly-owned subsidiary, Edesia LLC, Industrial Revelation will produce RUFs and perform research into alternative methods to fight malnutrition. It also intends to eventually provide monetary and logistical support to local producers of RUF products and raw materials in the developing world.

FILED
AUG 19 2009
By 096999
10:57

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7. The names and respective addresses of its directors and officers are:

	<u>NAME</u>	<u>ADDRESS</u>
Director	Navyn Salem	41 Nayatt Road, Barrington, RI 02806
Director	Paul Salem	41 Nayatt Road, Barrington, RI 02806
Director	Annie Abbruzzese	318 Beacon Street, Boston, MA 02116
President	Navyn Salem	(see above)
Vice President	Paul Salem	(see above)
Treasurer	Paul Salem	(see above)
Secretary	Navyn Salem	(see above)

* additional listed below

8. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Under penalty of perjury, we declare and affirm that we have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: August 17, 2009

Industrial Revelation Inc.

Print Exact Name of Corporation Making Application

By

[Signature]

☒ President or ☐ Vice President (check one)

AND

By

[Signature]

☒ Secretary or ☐ Assistant Secretary (check one)

Director	<u>Germaine Gurr</u>	<u>Weil, Gotshal & Manges LLP, 50 Kennedy Plaza, Providence, RI 02903</u>
Vice President	<u>Fazli Dato</u>	<u>10 Juniper Road, Bloomfield, CT 06002</u>
Vice President	<u>Kevin Dato</u>	<u>5851 W. 78th Place, Los Angeles, CA 90045</u>

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "INDUSTRIAL REVELATION INC.", FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF JUNE, A.D. 2007, AT 4:52 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

4370452 8100
070706152



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 5757597

DATE: 06-14-07

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:17 PM 06/13/2007
FILED 04:52 PM 06/13/2007
SRV 070706152 - 4370452 FILE

CERTIFICATE OF INCORPORATION
OF
INDUSTRIAL REVELATION INC.

FIRST: The name of the corporation is Industrial Revelation Inc. (the "Corporation").

SECOND: The address of the registered office of the Corporation in the State of Delaware is 2711 Centerville Road, Suite 400, Wilmington, County of New Castle, 19808. The name of the Corporation's registered agent at such address is Corporation Service Company.

THIRD: The Corporation is a nonprofit organization organized exclusively for charitable, religious, scientific, literary and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or the corresponding provision of any future United States Internal Revenue law. In furtherance of the foregoing, the purposes of the Corporation to be conducted or promoted are as follows:

(1) To do such acts and carry on such business and affairs as may be permitted by nonprofit corporations under the General Corporation Law of the State of Delaware (the "General Corporation Law") and other laws of the State of Delaware and the laws of the United States of America in order to accomplish the purposes set forth in this Article Third.

Notwithstanding any provision of this certificate of incorporation or any provisions of applicable state law, the Corporation shall not have the power to carry on any activities the existence of which would cause it to fail to qualify as an organization exempt from tax under Section 501(c)(3) of the Code or the corresponding provision of any future United States Internal Revenue law.

FOURTH: No part of the net earnings of this Corporation shall ever inure to the benefit of or be distributable to any of its members, directors or officers or any other person having a personal or private interest in the activities of this Corporation, and no substantial part of the activities of this Corporation shall ever 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 distributing of statements), any political campaign on behalf of, or in opposition to, any candidate for public office. The Corporation shall not be authorized to accept gifts or contributions or other funds for purposes other than the purposes of the Corporation hereinbefore stated.

FIFTH: The Corporation shall be a membership corporation and shall have no authority to issue capital stock. The conditions of membership in the Corporation and the voting powers of the members shall be as set forth in the by-laws of the Corporation. Except as otherwise expressly set forth in the General Corporation Law, as the same exists or may hereafter be amended, the certificate of incorporation or the by-laws of the Corporation, no member of the Corporation shall be entitled to vote.

SIXTH: No officer, member of the Board of Directors, or employee of the Corporation or other person shall receive or be lawfully entitled to receive any pecuniary profit or benefit

from the operations of the Corporation, except reasonable compensation for services actually rendered to or on behalf of the Corporation. A director of the Corporation shall not be personally liable to the Corporation or its members for monetary damages for breach of fiduciary duty as a director, except to the extent such exemption from liability or limitation thereof is not permitted under the General Corporation Law, as the same exists or may hereafter be amended. Any repeal or modification of the foregoing sentence shall not adversely affect any right or protection of a director of the Corporation existing hereunder with respect to any act or omission occurring prior to such repeal or modification.

SEVENTH: The election of the directors of the Corporation need not be by written ballot.

EIGHTH: In the event of the liquidation, dissolution, or winding up of this Corporation, whether voluntary, involuntary, or by operation of law, except as may be otherwise provided by law, the Board of Directors shall have the power to dispose of the assets of the Corporation in such manner as it, in its sole discretion, may determine; provided, however, that any such disposition shall be either (i) for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, or the corresponding provision of any future United States Internal Revenue law, or (ii) to the Federal government, or to a State or local government, for a public purpose. Notwithstanding the foregoing, in the event that any of the assets of the Corporation are not disposed of by the Board of Directors under this Article Eighth, any such assets of the Corporation shall be disposed of by a court of competent jurisdiction exclusively for the purposes set forth in (i) and (ii) above, or to such organization or organizations, which, in such court's sole determination, are organized and operated exclusively for such purposes.

NINTH: This Corporation reserves the right at any time, and from time to time, to amend, alter, change or repeal any provision contained in the certificate of incorporation, and to add other provisions to the certificate of incorporation authorized by the laws of the State of Delaware, at the time such laws are in force, in the manner now or hereafter prescribed by law; and all rights, preferences and privileges of whatsoever nature conferred upon members, directors or any other persons whomsoever by and pursuant to the certificate of incorporation in its present form or as hereafter amended are granted subject to the rights reserved in this Article Ninth; provided, however, that no amendment, alteration, change or repeal of any provisions of the certificate of incorporation shall authorize the Board of Directors to conduct the affairs of the Corporation in any manner or for any purpose which would cause the Corporation to lose its tax-exempt status under the provisions of the Code or any future United States Internal Revenue laws. In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware, the Board of Directors is expressly authorized and empowered to adopt, amend and repeal the by-laws of the Corporation, subject to the power of the members of the Corporation to amend or repeal any by-law made by the Board of Directors.

TENTH: The name and mailing address of the incorporator are as follows: Johanna Ferguson, c/o Weil, Gotshal & Manges LLP, 100 Federal Street, 34th Floor, Boston, MA 02114.

ELEVENTH: The names of the members of the Board of Directors of the Corporation, who shall serve until the first annual meeting of the members of the Corporation or until their successors are elected and qualify are as follows:

Navyn Salem
Paul Salem
Fazli Datoo
Marcela Parker
Annie Abbruzesse

IN WITNESS WHEREOF, the undersigned, being the incorporator herein before named, has executed signed and acknowledged this certificate of incorporation this 13th day of June, A.D. 2007.

/s/ Johanna Ferguson
Name: Johanna Ferguson
Incorporator

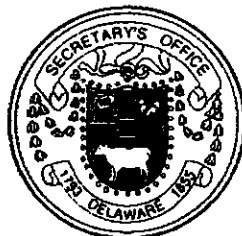
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "INDUSTRIAL REVELATION INC.", FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF JANUARY, A.D. 2008, AT 1:27 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



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You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6334453

DATE: 01-24-08

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:39 PM 01/24/2008
FILED 01:27 PM 01/24/2008
SRV 080078597 - 4370452 FILE

**STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
(A CORPORATION WITHOUT CAPITAL STOCK)**

The corporation, Industrial Revelation Inc.,
organized and existing under the laws of the State of Delaware, hereby certifies as
follows:

(1) That at a meeting a vote of the members of the governing body was taken
for and against the amendment to the Certificate of Incorporation, said Amendment being
as follows: Article Eleventh: The names of the members of the Board of Directors of the Corporation,
who shall serve until the first annual meeting of the members of the Corporation or until their successors are
elected and qualify are as follows:

Paul Salem

Navyn Salem

(2) That said amendment was duly adopted in accordance with the provisions of
Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this certificate to be
signed this 23rd day of January, A.D. 2008.

By: 
Authorized Officer

Name: Navyn Salem
Print or Type



State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly
executed in accordance with the provisions of Title 7 of the General Laws
of Rhode Island, as amended, has been filed in this office on this day:

A. RALPH MOLLIS

Secretary of State

