United States of America

DEPARTMENT OF STATE

To all to whom these presents shall come, Greetings:

I Certify That the document hereunto annexed is under the Seal of the Secretary of State of the State(s) of Delaware, and that such Seal(s) is/are entitled to full faith and credit.*

*For the contents of the annexed document, the Department assumes no responsibility
This certificate is not valid if it is removed or altered in any way whatsoever

In testimony whereof, I, Michael R. Pompeo, Secretary of State, have hereunto caused the seal of the Department of State to be affixed and my name subscribed by the Assistant Authentication Officer, of the said Department, at the city of Washington, in the District of Columbia, this twenty-first day of August, 2018.

Michael R. Pompeo
Secretary of State

By
Assistant Authentication Officer,
Department of State
CHỦNG NHẤN / HỘP PHÁP HÓA LÁNH SỰ
CONSULAR AUTHENTICATION

1. Quốc gia........................................Việt Nam.............................
Country

2. de Ứng (Bà)..........................Michael R. Pompeo..............ký
has been signed by
Thu tục này

3. vổ chức danh..........................Bộ trưởng ngoại giao...........
acting in the capacity of

4. va con đêu cua..........................Bộ Ngoại giao....................
bears the seal/stamp of

Hợp chúng quốc Hoa Kỳ....

nguash cùng nhơn / hop pháp hóa lãnh sự
Certified

5. tại Washington, D.C..............6. ngày 24, 8, 2018
at the

7. Cơ quan cấp..................Dai su quán Việt Nam tại Hoa Kỳ....
by

6. Số..........................49

Đại sứ quán nước CHXHCN Việt Nam tại Hoa Kỳ
Embassy of the S.R. of Vietnam in the United States of America

Quân, Thắm

Ky tên và đóng dấu
Sơ pháp viên và điểm danh
2018

Thắm
Hợp Chúng Quốc Hoa Kỳ

BỘ NGOẠI GIAO

Hân hành kính gửi những người có liên quan:

Tôi xin chứng nhận rằng văn bản định kèm theo đây được ký và đóng con dấu của Bộ trưởng Ngoại giao Bang Delaware, Hoa Kỳ và rằng con Dấu này được tin tưởng hoàn toàn.*

*Bộ Ngoại giao không chịu trách nhiệm về các nội dung trong văn bản định kèm.
Giấy chứng nhận này không có giá trị nếu bị tháo rời hay sửa đổi theo bất kỳ cách nào.

(dưới và đóng dấu)
Michael R. Pompeo
Bộ trưởng Bộ Ngoại giao
Cán bộ Lành sự,
Bộ Ngoại giao

Chứng thức ông Hồ Anh Vũ, Bí thư thứ hai, Đại sứ quán CHXHCN Việt Nam tại Hợp chúng quốc Hoa Kỳ, đã ký trước mặt tôi.

Ngày 24 tháng 08 năm 2018
TL, Đại sứ
Phạm tán
Quan Thị Kiều Anh

Tôi, Hồ Anh Vũ, Bí thư thứ hai, Đại sứ quán CHXHCN Việt Nam tại Hợp chúng quốc Hoa Kỳ, cam đoan đã dịch chính xác văn bản này từ tiếng Anh sang tiếng Việt.

Ngày 24 tháng 08 năm 2018
Người dịch

Hồ Anh Vũ
Apostille

(Convention de La Haye du 5 Octobre 1961)

1. Country: United States of America

   This public document:

2. has been signed by Jeffrey W. Bullock

3. acting in the capacity of Secretary Of State Of Delaware

4. bears the seal/stamp of Office Of Secretary Of State

Certified

5. at Dover, Delaware

6. fifth day of July, A.D. 2017

7. by Secretary of State, Delaware Department of State

8. No. 202829335

9. Seal/Stamp: [Stamp Image]

10. Signature: [Signature Image]
Bang Delaware
Bang đầu tiên của Hợp Chúng quốc Hoa Kỳ

TÔI, JEFFREY W. BULLOCK, BỘ TRƯỞNG NGOẠI GIAO BANG DELWARE, XIN CHỨNG NHẬN RÃNG TÀI LIỆU KÈM THEO LÀ BẢN SÀO CHÍNH XÁC ĐƯỢC LƯU TRỮ HỞ SO THÀNH LẬP CỦA CÔNG TY "VINA-AMERICAN VOLUNTEER ORGANIZATIONS FOR INDOCHINA AFFAIRS, INC" NHƯ ĐƯỢC LƯU TRỮ TẠI VĂN PHÒNG NÀY NGÀY 18/03/1989, VÀO LỨC 09:00 SÁNG.

(dã ký và đóng dấu)
JEFFREY W. BULLOCK,
Bộ trưởng Ngoại giao.
Chứng thực số: 203254397
Ngày 15/08/2018.

(điểmứt, digital chữ)
Toi, Hồ Anh Vũ, Bí thư thứ hai, Đại sứ quán CHXHCN Việt Nam tại Hợp Chúng quốc Hoa Kỳ, da ký trước mặt tôi.
Ngày 24 tháng 08 năm 2018

TL: Đại sứ
Thẩm lận

Quan Thị Kiều Anh

Tô, Hồ Anh Vũ, Bí thư thứ hai, Đại sứ quán CHXHCN Việt Nam tại Hợp Chúng quốc Hoa Kỳ, cam đoan đã dịch chính xác văn bản này từ tiếng Anh sang tiếng Việt.
Ngày 24 tháng 08 năm 2018
Người dịch

Hồ Anh Vũ
CERTIFICATE OF INCORPORATION

of

VINA-AMERICAN VOLUNTEER ORGANIZATIONS FOR INDOCHINA AFFAIRS, INC.

FIRST: The name of this corporation is

VINA-AMERICAN VOLUNTEER ORGANIZATIONS FOR INDOCHINA AFFAIRS, INC.

SECOND: Its registered office in the State of Delaware is to be located at 725 Market Street in the City of Wilmington, County of New Castle. The registered agent in charge thereof is The Company Corporation at the same address.

THIRD: The nature of the business and the objects and purposes proposed to be transacted, promoted and carried on, are to do any and all the things herein mentioned, as fully and to the same extent as natural persons might or could do, and in any part of the world, vis:

This is a non-stock, non-profit corporation. The purpose of the corporation is to engage in any lawful act or activity for which non-profit corporations may be organized under the General Corporation Law of Delaware.

Said corporation is organized exclusively for charitable, religious, education, 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law), to wit: The corporation will have as its goal helping Indochina refugees and its countries socially and physically in order to bring back Freedom, Peace, Prosperity and Happiness. In furtherance of that goal, the corporation will help form from overseas Indochinese citizens group around the world to work with various nations, organizations, groups actively engaged in promoting causes.

FOURTH: The corporation shall not have any capital stock and the conditions of membership shall be stated in the Bylaws.

FIFTH: The name and mailing address of the incorporator is:

Carol Sainetti 725 Market Street Wilmington DE 19801

SIXTH: The powers of the incorporator are to terminate upon filing of the Certificate of Incorporation, and the name(s) and mailing address(es) of the persons who are to serve as director(s) until their successors are elected are as follows:

Robert O. Lam 1514 Eddington Place San Jose, CA 95129

SEVENTH: The activities and affairs of the corporation shall be managed by a Board of Directors. The number of directors which shall constitute the whole Board shall be such as from time to time shall be fixed by, or in the manner provided in, the Bylaws, but in no case shall the number be less than one. The directors need not be members of the corporation unless so required by the Bylaws or by Statute. The Board of Directors shall be elected by the members at the annual meeting of the corporation to be held on such date as the Bylaws may provide, and shall hold office until their successors are respectively elected and qualified. The Bylaws shall specify the number of directors necessary to constitute a quorum. The Board of Directors may, by resolution or resolutions passed by a
majority of the whole Board, designate one or more committees which, to the extent provided in said resolution or resolutions or in the Bylaws of the corporation, shall have and may exercise all the powers of the Board of Directors in the management of the activities and affairs of the corporation. They may further have power to authorize the seal of the corporation to be affixed to all papers which may require it; and such committee or committees shall have such name or names as may be stated in the Bylaws of the corporation or as may be determined from time to time by resolution adopted by the Board of Directors. The directors of the corporation may, if the Bylaws so provide, be classified as to term of office. The corporation may elect such officers as the Bylaws may specify, subject to the provisions of the Statute, who shall have titles and exercise such duties as the Bylaws may provide. The Board of Directors is expressly authorized to make, alter, or repeal the Bylaws of this corporation. This corporation may in its Bylaws confer powers upon its Board of Directors in addition to the foregoing, and in addition to the powers and authorities expressly conferred upon them by the Statute. This is true, provided that the Board of Directors shall not exercise any power of authority conferred herein or by Statute upon the members.

EIGHTH: Meetings of members may be held without the State of Delaware, if the Bylaws so provide. The books of the corporation may be kept (subject to any provisions contained in the Statutes) outside the State of Delaware at such place or places as may be from time to time designated by the Board of Directors.

NINTH: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, 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 Three hereof. No substantial part of the activities of the corporation shall consist of the carrying on of propaganda, or otherwise attempting to intervene in (including the publishing or distribution of statements) any 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

TENTH: Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Law) as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas 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 designated purposes.

ELEVENTH: The corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by the Statute, and all rights conferred upon members herein are granted subject to their reservation.

TWELFTH: Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach involves: (1) a director’s duty of loyalty to the corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

I, THE UNDERSIGNED, being each of the incorporators hereinbefore named, for the purpose of forming a non-profit corporation pursuant to Chapter 1 of Title 8 of the Delaware Code, do make this certificate, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand this

8th day of March A.D. 1989

(Signature of Incorporator)
I, EDWARD J. FREEL, 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 "VINA-AMERICAN VOLUNTEER
ORGANIZATIONS FOR INDOCHINA AFFAIRS, INC.", CHANGING ITS NAME
FROM "VINA-AMERICAN VOLUNTEER ORGANIZATIONS FOR INDOCHINA
AFFAIRS, INC." TO "U.S.-VIETNAM PEOPLE TO PEOPLE ENTRE AID
MISSION, FOUNDATION", FILED IN THIS OFFICE ON THE SEVENTEENTH
DAY OF MARCH, A.D. 1999, AT 9 O'CLOCK A.M.

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