

CAC/IT/NO 86866



**CORPORATE AFFAIRS COMMISSION
FEDERAL REPUBLIC OF NIGERIA**

Certificate of Incorporation

of the Incorporated Trustees of

CAPTAIN PETER KAYODE BELLO FOUNDATION

I hereby certify that

DEACON OKECHUKWU AJAERO , DR. (MRS.) DOROTHY NYAMBI OQUA, MRS. EYAMBA
THERESA NZEKWU, MR. OLAMIDE AYODEJI ADEDEJI, MR. NOBLE IGWE , ENGR.
JONATHAN EDET , MR. LEO EKPENEDE OMOREGIE

*the duly appointed trustees of **CAPTAIN PETER KAYODE BELLO
FOUNDATION** have this day been registered as a corporate body, subject to the
below mentioned conditions and directions.*

*Given under my hand and the Common Seal of the Corporate Affairs
Commission at Abuja this 29th day of April, 2016*

CONDITIONS AND DIRECTIONS

This certificate is liable to cancellation should the objects or the rules of the body be changed without the previous consent in writing of the Registrar General or should the body at any time permit or condone any divergence from or breach of such objects and rules.

Note:

This certificate does not bestow upon the Organization the right to establish any institution, engage in any business and the like without permission from the appropriate authority



BELLO MAHMUD

Registrar - General

CORPORATE AFFAIRS COMMISSION

(Established under the Companies and Allied Matters Act 1, 1990)
Plot 420 Tigris Crescent, Off Aguiyin Ironsi Street, Maitama Abuja



Corporate Affairs Commission Abuja
SALEABLE STOCK UNIT
TREASURY UNIT
Receipt No. _____
Sign: _____

INCORPORATION OF TRUSTEE COMPANIES AND ALLIED MATTERS ACT 1, 1990, PART C MEMORANDUM FOR GUIDANCE OF APPLICANTS

1. It will be necessary for the body desiring to be registered to appoint one or more Trustees who shall make formal application for a Certificate of Incorporation under the Companies and Allied Matters Act No1 of 1990 Part C.
2. General Note-Ail applications should be submitted in this office form entitled "Enclosures A-H" attached to this memorandum and should be accompanied by two printed copies of the applicant's constitution and by any other supplementary information which the applicant may wish to submit. Appendix A must be completed.
3. The application must be accompanied by Separate Enclosures to the following effects:-
 - a. The object of the applicant body. (the objects for which applicant body may seek to be incorporated are the advancement of any Religious, Educational, Literary, Scientific, Social Development, Cultural, Sporting or Charitable purpose and none other).
 - b. The rules of the applicant body, which must be dated and signed, must include provisions as to the appointment and removal of trustee, the particulars of their tenure of office and method of filling vacancies.
 - c. The rules of the applicant body which must include provision for the winding-up of the CAPTAIN PETER KAYODE BELLO FOUNDATION and therefore its removal from the register of FOUNDATION Incorporated under the Act.
 - d. An easily identified description of the land held if any, and the tenure of which it is held, or a similar reference to land which the body proposes to acquire.
 - e. The full Names, Permanent Residence and occupation of the TRUSTEES.
 - f. In inverted comma, the proposed title of the applicant body in which words "REGISTERED" and "TRUSTEES" must be included. It is SUGGESTED that the title should take a form similar to the following which has been approved: THE REGISTERED TRUSTEES OF CAPTAIN PETER KAYODE BELLO FOUNDATION
 - g. The impression of the Common Seal
 - h. The regulation for the use and custody of the Common Seal.
 - i. A copy duly signed and dated by the Chairman and Secretary of the relevant minutes of the meeting where at the Trustees were appointed.
 - j. A copy duly signed and dated by the Chairman and Secretary of the relevant minutes of the meeting where at the Special Clause was adopted.
4. THE RULES AND REGULATIONS relating to the Trustees should be made to incorporate the following provisions:
 - A. The trustees of CAPTAIN PETER KAYODE BELLO FOUNDATION For the purpose of the Companies and Allied Matters Act NO. 1 of 1990, Part C shall be appointed at a General Meeting by 2/3 majority votes of members present.
 - B. Such trustees (hereinafter referred to as "The Trustees") shall be shall not be less than four(4) and not more than ten(10) in number and shall be known as THE REGISTERED TRUSTEES OF CAPTAIN PETER KAYODE BELLO FOUNDATION
 - C. The trustees may hold office for life but a trustee shall cease to hold office if he/she:

Amanda Delap
Signature: _____
26 APR 2016
Corporate Affairs Commission

- (i) . . . Resigns his office
- (ii). . . Ceases to be a member of this REGISTERED TRUSTEES OF CAPTAIN PETER KAYODE BELLO FOUNDATION
- (iii). . . Becomes insane.
- (iv). . . Is officially declared bankrupt.
- (v). . . Convicted of a criminal offences involving dishonesty by a Court or Tribunal of Competent Jurisdiction.
- (vi) . . . Is recommended for removal from office by a board of Governor's and
- (vii). . . Members present at any General Meeting of...CAPTAIN PETER KAYODE BELLO FOUNDATION
OR
- (viii) . . . Ceases to reside in Nigeria.
- D) Upon a vacancy occurring in the number of Trustees, a General Meeting will be held to appoint another eligible member to fill the vacancy.
- E) The Trustees shall have a common seal. (The Seal must be metal). The impression of the Common Seal should be affixed in "Enclosure F" (THE DEVICE OF THE COMMON SEAL).
- F) Such common seal shall be kept in the custody of the SECRETARY (or whoever is desired) who shall produce it when required for use by the Trustees.
- G) All documents to be executed by the Trustees shall be signed by such number of them and sealed with Common seal.
- H) The Trustees shall apply to Corporate Affairs Commission for Certificate of Incorporation under the Companies and Allied Matters Act NO. 1 of 1990 Part C.
- I) If such certificate is granted the Trustees shall have power to accept and hold in trust all land belonging to CAPTAIN PETER KAYODE BELLO FOUNDATION and to acquire land on behalf of CAPTAIN PETER KAYODE BELLO FOUNDATION subject to such conditions as the Commission may impose.
5. If subscriptions or other contributions are to be collected from members, provisions should be made in the rules for keeping of accounts, their annual auditing and reporting of discrepancies to a General Meeting.
6. SPECIAL CLAUSE relating to income and property of applicant bodies should be incorporated in your rules. Copies of Minutes of the meeting where at the CLAUSE was adopted for incorporation in your rules should be supplied duly Signed and dated by the Chairman and Secretary.
7. ENCLOSURES "A" TO "H" to be completed.

Copy 197

Signature 

26 APR 2016

Incorporated Trustees Officer
Corporate Affairs Commission

APPLICATION FORM FOR INCORPORATION OF TRUSTEES


ENCLOSURE "A"

AIMS AND OBJECTS OF THE APPLICANT BODY

S/N	AIMS/OBJECTS
1.	TO PROVIDE SKILLS DEVELOPMENT AND MENTORSHIP OPPORTUNITIES FOR YOUNG PEOPLE IN NIGERIA, PROVIDE SUPPORT AND ACTIVITIES WHICH DEVELOP THEIR SKILLS, CAPACITIES AND CAPABILITIES TO ENABLE THEM PARTICIPATE IN SOCIETY AS MATURE AND RESPONSIBLE INDIVIDUALS .
2.	TO ENABLE YOUNG ENTREPRENEURS IN THE CREATIVE SECTOR ACCESS NEW MARKETS AND FURTHER DEVELOP THEIR BANDS.
3.	TO RELIEVE PEOPLE WHO ARE YOUNG AND DISABLED IN NIGERIA BY THE PROVISION OF CARERS AND BY THE PROVISION OF SUPPORT AND TRAINING TO SUCH CARERS.

ENCLOSURE "B"

RULES AND REGULATIONS GOVERNING THE BODY

- A) The Trustee of CAPTAIN PETER KAYODE BELLO FOUNDATION
For the purpose of the Companies and Allied Matters Act No.1 of 1999, pj C shall be appointed at a General Meeting by two-third majority votes of members present.
- B) Such Trustees (hereinafter referred as "The Trustees") shall be shall not be less than two(2) and not more than ten(10) in number and shall be known as THE REGISTERED TRUSTEES OF: CAPTAIN PETER KAYODE BELLO FOUNDATION
- C) The Trustees may hold office for life but shall cease to hold office if he:-
 (i). Resigns his office
 (ii). Ceases to be a member of registered Trustees of
 (iii). Becomes Insane
 (iv). Is officially declared bankrupt
 (v). Convicted of a criminal offence involving dishonesty by) C, a court or tribunal of competent jurisdiction.
 (vi). Is recommended for removal from office by
- 
- Members present at any General Meeting of CAPTAIN PETER KAYODE BELLO FOUNDATION
Or
 (vii) Ceases to reside in Nigeria"
- D) Upon a vacancy occurring in the number of trustee General Meeting will be held to appoint Another eligible member of CAPTAIN PETER KAYODE BELLO FOUNDATION
- E) The trustees shall have a common seal.
- F) Such common seal will be kept in the custody of the Secretary or whoever is desired) who shall produce it when required for use by the Trustees.
- G) All documents to be executed by the Trustees shall be signed by such number of them and sealed with the common seal
- H) An auditors (s) shall be appointed at the general meeting to audit the accounts of the of organization annually

N/B. THIS ENCLOSURE SHOULD BE INCORPORATE INTO THE CONSTITUTION OF THE OF THE ORGANIZATION

ENCLOSURE "C"

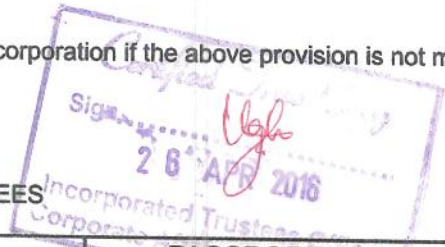
A STATEMENT AND SHORT DESCRIPTION OF THE LAND HELD OR ABOUT TO BE ACQUIRED BY THE BODY

We the trustees of CAPTAIN PETER KAYODE BELLO FOUNDATION hereby undertake to acquire landed Property within two years of incorporation and furnish the with necessary evidence of acquisition.







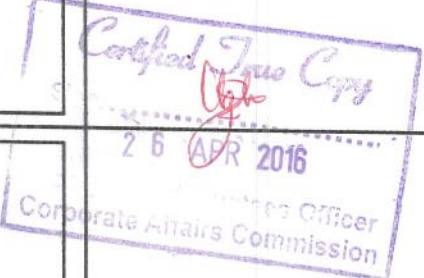
It is also agreed that the Commission reserves the right to cancel certificate of incorporation if the above provision is not met within the stipulated time.

E. ENCLOSURE "D"

THE FULL NAME, PERMANENT ADDRESS AND OCCUPATION OF THE TRUSTEES



S/N	NAME ADDRESS	OCCUPATION	SIGNATURE	PASSPORT-SIZE PHOTOGRAPH
1	DEACON OKECHUKWU AJAERO PLOT 99/101 B CLOSE 4TH AVENUE FHA TRANS AMADI, PHASE II, PORT HARCOURT.	BUSINESS MAN		
2	DR. (MRS.) DOROTHY NYAMBI OQUA 4 ADAMU CIROMA CRESCENT, JABI DISTRICT, ABUJA.	PHARMACIST		
3	MRS. EYAMBA THERESA NZEKWU 6 GERRARD CLOSE, BRAINS AND HAMMERS ESTATE, LIFE CAMP, ABUJA, FCT.	FINANCIAL CONSULTANT		
4	MR. OLAMIDE AYODEJI ADEDEJI EXXON MOBIL LEKKI LUXURY FLATS, 4/6 ADMIRALTY CLOSE, OFF BABAFEMI OSOBA, CRESCENT, LEKKI PHASE 1, LAGOS.	BROADCASTER		

5	MR. NOBLE IGWE THS LE CHATEAU, NO. 30, MCC ROAD, CALABAR.	BUSINESS		
6	ENGR. JONATHAN EDET THS LE CHATEAU, NO. 30, MCC ROAD, CALABAR	PETROLEUM ENGINEER		
7	MR. LEO EKPENEDE OMOREGIE A1, 36 SULEIMAN BARAU CRESCENT, ASO-ROCK VILLA, ABUJA.	ACCOUNTANT		
8				
9				
10				

ENCLOSURE "E"
AIMS AND OBJECTS OF THE APPLICANT BODY

THE INCORPORATED TRUSTEE OF CAPTAIN PETER KAYODE BELLO FOUNDATION

ENCLOSURE "F"
THE IMPRESSION OF THE COMMON SEAL



ENCLOSURE "G"
THE RULES FOR THE USE AND CUSTODY OF THE COMMON SEAL

1. The Trustees/Trustees shall have Common Seal
2. Such common shall be in the custody of the SECRETARY

Who shall produce it when required for use by the Trustee/Trustees. All documents to be secured by the Trustee/Trustees shall be signed by him/each of them and sealed with the Common Seal.

ENCLOSURES "H"

- | | | | |
|-----|---|-------------------------------------|-------------------------------------|
| (a) | Copy of the Relevant Minutes of the Meeting whereat the Trustees were appointed | Yes | No |
| (b) | Copy of the Relevant Minutes of the Meeting whereat the Special Clause Rules was adapted for Incorporation in to rules. | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| | | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| (c) | Details of Current or past affiliation with any existing organization /association | <input type="checkbox"/> | <input checked="" type="checkbox"/> |

APPENDIX "A"

SPECIAL CLAUSE

THE INCOME AND PROPERTY of the CAPTAIN PETER KAYODE BELLO FOUNDATION whensoever derived shall be Applied solely towards the promotion of the objects of the CAPTAIN PETER KAYODE BELLO FOUNDATION as set forth In this Rules and Regulations/Constitution: and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend, bonus, or otherwise however by way of profit, to the members of the CAPTAIN PETER KAYODE BELLO FOUNDATION

2. PROVIDED that nothing herein shall prevent the payment, in good faith, or reasonable and proper remuneration to any Officer or servant of the CAPTAIN PETER KAYODE BELLO FOUNDATION in return for any service actually rendered to The CAPTAIN PETER KAYODE BELLO FOUNDATION but so that no member of the Council of Management or Governing Body shall be appointed to any salaries office of the CAPTAIN PETER KAYODE BELLO FOUNDATION or any office of the CAPTAIN PETER KAYODE BELLO FOUNDATION Paid by fees; and that no remuneration or other benefit in money or monies shall be given by the CAPTAIN PETER KAYODE BELLO FOUNDATION to the member of such Council or Governing Body except repayment of out-of-pocket expenses or reasonable and proper rent for premises demised or let to The CAPTAIN PETER KAYODE BELLO FOUNDATION provided that the provision last aforesaid shall not apply to any payment of any Company to a member of the may be a Company in which Such member shall not hold more than one- hundredth part of the capital and such member shall not be bound to account for any share of profits he may receive in respect of any such payment.

3. NO ADDITION, alteration, or amendment shall be made to or in the RULES AND REGULATIONS/CONSTITUTION for the time being in force, unless the same have been previously submitted to and approved by the Registrar-General.

4. In the event of a winding up or dissolution of the CAPTAIN PETER KAYODE BELLO FOUNDATION there remains, after the Satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be aid to and distributed among the members of the CAPTAIN PETER KAYODE BELLO FOUNDATION but shall be given or transferred to some other institution or institutions having objects similar to the objects of the CAPTAIN PETER KAYODE BELLO FOUNDATION and the body or bodies are prohibited from distributing its or their income and property amongst its or their members to an extent least as great as is imposed on the CAPTAIN PETER KAYODE BELLO FOUNDATION under or by virtue of the SPECIAL CLAUSE hereof, such institution or institutions to be determined by the member of CAPTAIN PETER KAYODE BELLO FOUNDATION Effect cannot be given to the aforesaid provision then to some charitable object.

OKT
CHAIRMAN



Lee
SECRETARY

DATE 15th April, 2016

DATE 15-04-16

- N/B:
1. Please insert name of organization in blank spaces of App. A
 2. Encl. H/(a) and (b) to indicate list of members in attendance at the general meeting, votes for and against Signed by Chairman and Secretary and must be on a letter headed paper
 3. Number of trustees should not exceed 10 person

THE CONSTITUTION

OF

CAPTAIN PETER KAYODE BELLO FOUNDATION

Amanda Felogho
Certified True Copy
Signed *[Signature]*
26 APR 2016
Incorporated Trustees Officer
Corporate Affairs Commission

Incorporated on.....April.....2016

THE CONSTITUTION OF CAPTAIN PETER KAYODE BELLO FOUNDATION

We, the members of **CAPTAIN PETER KAYODE BELLO FOUNDATION** a non-profit and non-political organization do firmly and solemnly resolve to provide for ourselves a constitution and to be governed by the provisions therein contained.

ARTICLE 1: NAME

The Name of the **FOUNDATION** IS '**CAPTAIN PETER KAYODE BELLO FOUNDATION**'

ARTICLE 2: ADDRESS:

The Address of the **FOUNDATION** shall be situated at THS Le Château, No. 30, MCC Road, Calabar.

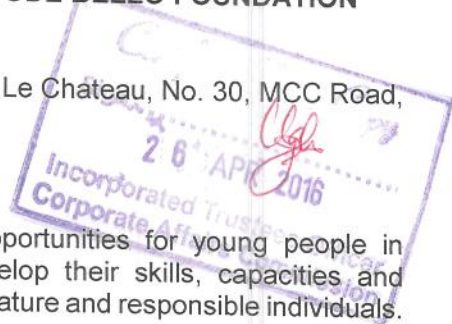
ARTICLE 3: AIMS AND OBJECTIVES

The aims and objectives of the Foundation are:

1. To provide skills development and mentorship opportunities for young people in Nigeria, provide support and activities which develop their skills, capacities and capabilities to enable them participate in society as mature and responsible individuals.
2. To enable young entrepreneurs in the creative sector access new markets and further develop their brands
3. To develop capacity and skills of members of socially and economically disadvantaged communities in Nigeria in such a way that they are able to identify, and help to meet, their needs and to participate more fully in the current Nigerian and global societies.
4. To relieve people who are young and disabled in Nigeria by the provision of carers and by the provision of support and training to such carers.
5. To relieve financial hardship, preserve and protect the health of those caring for people with physical, mental or sensory impairment within Nigeria and beyond by offering a respite service through the provision of community based care attendants, and to provide such care attendants for disabled people living alone.
6. To collaborate with learning institutions in Nigeria for effective and practical teaching of career development and mentorship subjects, courses or sessions and assist in publication of entrepreneurship materials for public use.
7. To promote rural regeneration, particularly through the advancement of education, training and retraining of unemployed people and providing them with work experience.
8. To promote community participation in healthy recreation, especially by the provision of facilities for playing of football, basketball, table and lawn tennis, and other contemporary sports.
9. To promote social inclusion for the public benefit by preventing people from becoming socially excluded, relieving the needs of people who are socially excluded and assisting them to integrate into the society.

ARTICLE 4: TRUSTEES

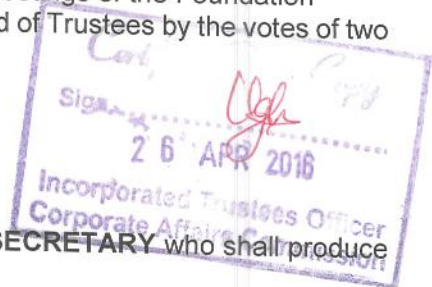
1. The Trustees of **CAPTAIN PETER KAYODE BELLO FOUNDATION** for the purpose of the companies and Allied Matter Act no. 1 of 1990, shall be appointed at a General Meeting charged with responsibility of selecting the Trustees with two-third majority votes of members present.
2. Such Trustees (hereinafter referred to as, "**Board of Trustees**") shall not be less than 4 and more than 10 in number.



3. A Trustee may hold office for a renewable term of 4 years but shall cease to hold office if he/she:
 - i. Resigns his/her office,
 - ii. Ceases to be a member of the registered Trustees of the body,
 - iii. Becomes insane,
 - iv. Is officially declared bankrupt,
 - v. Is convicted of a criminal offence involving dishonesty by a court of competent jurisdiction,
 - vi. Is recommended for removal from office by a Board of Trustees or majority vote of members present at any General Meeting.
4. The Board of Trustees shall be headed by a Chairman elected by two third majority of its members, and shall hold office for a renewable term of four (4) years and;
 - i. Preside over General Meetings of the Foundation except Management Team Meeting
 - ii. Have a casting vote at such General Meetings of the Foundation
5. A person shall be admitted as member of the Board of Trustees by the votes of two third existing members.

ARTICLE 5: COMMON SEAL

- a) The Foundation shall have a common seal,
- b) Such common seal will be kept in the custody of the **SECRETARY** who shall produce it when required for use by the Trustees.
- c) All documents to be executed by the Trustees shall be signed by such number of them and sealed with Common Seal.



ARTICLE 6: MEETINGS

For effective administration of the Foundation there shall be the following meetings:

- 1) **ANNUAL GENERAL MEETING:** The AGM: The AGM shall be held once every year at the registered office of the association or such other venues as the Trustees may appoint.
- 2) **MANAGEMENT TEAM MEETING:** The MTM may be held at such time and place as need arises.
- 3) **EMERGENCY MEETING:** The EM could be convened as such time and place as the need arises.
- 4) **EXTRA ORDINARY MEETINGS:** The EOM could be convened at such time and place as the need arises.

The quorum for the meeting shall respectively be:

- 1) **ANNUAL GENERAL MEETING:** Two third of members shall form a quorum,
- 2) **MANAGEMENT TEAM MEETING:** Two third of members shall form a quorum.
- 3) **EMERGENCY MEETING:** One third of members shall form a quorum.
- 4) **EXTRA ORDINARY MEETINGS:** Two third of members shall form a quorum.

ARTICLE 7A: MANAGEMENT TEAM

1. There shall be a Management Team responsible for the day to day running of the Foundation as follows;

- a) CHIEF EXECUTIVE OFFICER
- b) DEPUTY CHIEF EXECUTIVE OFFICER
- c) SECRETARY
- d) CHIEF FINANCE OFFICER



ARTICLE 7B: RESPONSIBILITIES:

THE CHIEF EXECUTIVE OFFICER

The Chief Executive Officer of the Foundation shall be responsible for its overall management and his duties shall be:

- i. To attend all the meetings of the Board of Trustees,
- ii. Have a vote at such meetings,
- iii. Serve as an efficient link between the Foundation and its members,
- iv. Uphold and defend the constitution of the Foundation at all times,
- v. Protect the interest of the Foundation and every member,
- vi. Resolve with the aid of the Board of Trustees any difficulty, prolonged argument or misunderstanding within the Foundation,
- vii. Act for and on behalf of the Foundation with the board of trustees in an emergency situation,
- viii. Act as one of the signatories to the Foundation's bank account.

DEPUTY CHIEF EXECUTIVE OFFICER:

- i. Shall coordinate staff to achieve and actualize the smooth running of the Foundation.
- ii. Responsible for all issues relating to administration or as shall be so designated.
- iii. Shall report directly to the Chief Executive Officer and carry out duties as may from time to time be assigned by the Management Team.

SECRETARY

- I. Who must be a member of the Board of Trustees shall perform all secretariat and administrative duties of the **FOUNDATION**.
- II. Shall take minutes and keep records of proceedings at meetings.
- III. He shall be responsible for issuing notices and correspondence on behalf of the **FOUNDATION**.
- IV. He shall in consultation with the Chairman of the Board of Trustees, summon all meetings of the **FOUNDATION**.

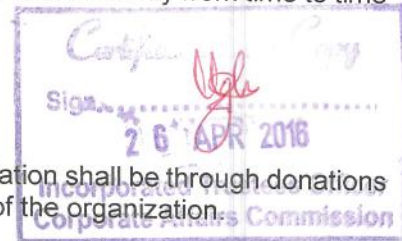
- V. Report to the Chairman and carry out duties as may from time to time be assigned by the Management Team.

ACCOUNTANT

- i. Receive all monies of the organization for onward transmission to the Foundation's bank account.
- ii. Report to the Management Team regarding the finances of the Foundation.
- iii. Shall ensure the accurate keeping of record of all income and expenditure.
- iv. Develop, maintain, and analyse budgets, preparing periodic reports that compare budgeted costs to actual costs for the Foundation.
- v. Develop, implement, modify, and document record keeping and accounting systems for the Organization.
- vi. Participate in key decision as a member of the executive Management Team.
- vii. Shall be responsible to liaise with auditors and submit all financial books, receipt etc on demand.
- viii. Shall act as one of the signatories to the Foundation's bank account.
- ix. Report to the Chief Executive Officer and carry out duties as may from time to time be assigned by the Management Team.

ARTICLE 8: SOURCES OF INCOME:

The financial source to run Captain Peter Kayode Bello Foundation shall be through donations from members of the public to meet the aims and objectives of the organization.



ARTICLE 9: DISBURSEMENT AND APPLICATION OF FUNDS

The Foundation can disburse money and apply its funds towards the effective administration of its aims and objective.

ARTICLE 10: KEEPING OF ACCOUNT

BANK ACCOUNT: The Foundation shall open and run account or accounts in any reputable bank(s) jointly agreed upon by the Board of Trustees (with Board of Trustees having a final decision in case of disagreement) and the Management Team. The signatories to the account(s) shall be the Chairman of the Board of Trustees, Chief Executive Officer, the Deputy Chief Executive Officer, the Accountant and a Member of the Board of Trustees provided that the Chief Executive Officer and any one of the signatories shall be sufficient for withdrawal from the account at any time.

ARTICLE 11: APPOINTMENT OF AUDITOR(S)

1. An independent qualified and licensed Auditor shall be appointed by the general meeting to audit the financial records of the organization annually and submit an audited report to the Annual General Meeting.
2. The audited financial statements (balance sheet and income and expenditure account) duly certified by independent auditors shall be annexed to the annual returns and filed with the Corporate Affairs Commission.

ARTICLE 12: AMMENDMENT OF CONSTITUTION

The Foundation may alter the provisions of its constitution at a general meeting by a resolution passed by a simple majority of its members present and such amendment shall only be effective on the written approval of the Registrar General Corporate affairs Commission.

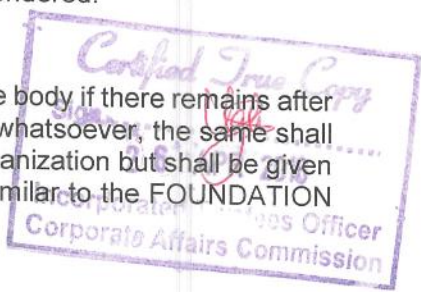
ARTICLE 13: SPECIAL CLAUSE

- 1) **THE INCOME AND PROPERTY OF CAPTAIN PETER KAYODE BELLO FOUNDATION** shall be applied solely towards the promotion of the objective of the body as set forth in this **CONSTITUTION**: and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend, bonus or otherwise howsoever by way of profit, to the members of the Foundation.

- 2) **PROVIDED** that nothing herein shall prevent the payment in good faith, or reasonable and proper remuneration to any officer or servant of the organization in return for any service actually rendered to the Foundation.
 - a. With the exception of ex-officio members of the Board of Trustees, no member of the Board of Trustees shall be appointed to any salaried office of the organization or any office of the organization paid by fees; and
 - b. No remuneration or other benefit in money or money's worth shall be given by the body to any member of such Board of Trustees except repayment of out of pocket expenses or reasonable and proper rent for services rendered.

- 3) If in the event of a winding up or dissolution of the corporate body if there remains after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the organization but shall be given or transferred to some other institutions, having objects similar to the FOUNDATION at or before the time of dissolution.

- 4) If effect cannot be given to the aforesaid provisions, then the remaining property shall be transferred to some charitable object.



Dated this 23RD day of MARCH 20 16

Okere
Signature of Chairman

Leo. 23-03-16
Signature of Secretary & Date

Okerechukwu Ajazero
Name of Chairman & Tel. No

LEO EKPEREDS OMOREGIE
Name of Secretary & Tel. No.

CORPORATE AFFAIRS COMMISSION

(Established under the Companies and Allied Matters Act, 1990)



REGISTRATION UNDER THE COMPANIES AND ALLIED MATTERS ACT NO. 1, 1990, PART C.

INCORPORATED TRUSTEES DEPARTMENT

SIR/MADAM

1. With reference to your application for the registration of an association under the Companies and Allied Matters Act, No. 1 of 1990, I am happy to inform you that the application has been approved.
2. Please note that you are required to forward the returns of the names, residential addresses and the occupation of your trustees every year with effect from the date of registration as shown in your Certificate of Incorporation. (YEARLY ANNUAL RETURNS)
3. This certificate does not bestow upon the organization the right to establish any institution or engage in any business and the like without permission from the appropriate authority.


For: REGISTRAR GENERAL