# ARTICLE OF INCORPORATION

# **Taya Foundation**

### **ARTICLE I - Name**

The None Stock Corporation Name: Taya Foundation

### **ARTICLE II - Members**

The Corporation shall have no members. The Corporation has two Board Directors, who were appointed as such, and their appointments are recorded in the Articles of Incorporation. Taya Anderson and Israporn Phisootchakkrawan are both initial Directors who will serve until the first annual meeting, at which time their successors will be elected or qualified.

The Authorized signer for the Corporation Documents is Taya Anderson, the initial director and incorporator.

Taya Anderson a.k.a Wittaya Theerachanon Address 2203 Ferndale Avenue, Petersburg, VA 23803. Israporn Phisootchakkrawan Address 8013 Whitting Dr, Manassas, VA 20122

#### **ARTICLE III - Directors' Selection**

The Corporation shall have no members. Upon the expiration of the term of any director, or to fill any vacancy on the Board of Directors, future directors shall be elected or appointed by a majority vote of the existing directors in office. The initial Directors shall serve until the first annual meeting or until their Successor is qualified.

The existing directors will elect or appoint future directors.

# **ARTICLE IV - Registered Agent**

The initial registered agent is Israporn Phisootchakkrawan, who is an initial director of the corporation and a resident of Virginia

# **ARTICLE V - Registered Office**

The initial registered office address, which is identical to the business office of the initial registered agent, is 8013 Whitting Dr, Manassas, VA, 20112, located in the County of Prince William.

The Corporation is a non-profit corporation incorporated for specific purposes as a Legal Correction Organization.

The Corporation was incorporated on August 9th, 2025, under the laws of the State of Virginia.

### -Incorporator

Taya Anderson a.k.a Wittaya Theerachanon Address 2203 Ferndale Avenue, Petersburg, VA 23803.

Phone#917-214-4383 Email: support@tayainvestment.com

Best Regards,

/s/ Taya Anderson

Director/Incorporator

- 1. \* Problem: The words 'initial registered agent' and 'initial registered office' are legal terms of art and BOTH must be specifically defined and/or set forth in the articles. Setting forth other addresses like a principal or mailing address is not an acceptable substitution.
- \* SCC Requirement: The Registered Office Address must be identical to the business office of the registered agent. The articles must include the physical jurisdiction (COUNTY or City) of the registered office address.
- 2. Missing Director Selection Clause
- \* Problem: The articles must set forth a self-perpetuating method of electing future directors upon regular term expiration. In other words, the articles must state who will have the authority to elect future directors.
- \* SCC Requirement: The articles need to specify whether:
- \* The members (if any) will elect the directors. (Note: Taya Foundation has no members.)
- \* The existing directors will elect or appoint future directors.

Suggested Revised Draft (Based on SCC Rejection & Requirements)

To address the SCC's rejection points, here is a suggested revision for the relevant articles, using the information from your original (rejected) filing and incorporating the specific language required by the SCC:

ARTICLE III - Director Selection (Revised to Address Rejection Point 2)

The previous Article III was "Directors' Selection." This has been rewritten to establish a self-perpetuating method for electing future directors.

The Corporation shall have no members. Upon the expiration of the term of any director, or to fill any vacancy on the Board of Directors, future directors shall be elected or appointed by a majority vote of the existing directors in office. The initial Directors shall serve until the first annual meeting or until their Successor is qualified.

ARTICLE IV - Initial Registered Agent and Office (Revised to Address Rejection Point 1)

The previous Articles IV and V have been combined and rewritten to use the specific legal terms required by the SCC and to include the locality.

The initial registered agent is Israporn Phisootchakkrawan, who is an initial director of the corporation and a resident of Virginia.

The initial registered office address, which is identical to the business office of the initial registered agent, is 8013 Whitting Dr, Manassas, VA, 20112, located in the County of Prince William.

Recommendation: The SCC suggests using the Drafting Template - Form SCC 819NP on the Clerk's website for Virginia Nonstock Corporations to ensure all legal requirements are met.