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PICK-UP WAIT MAIL

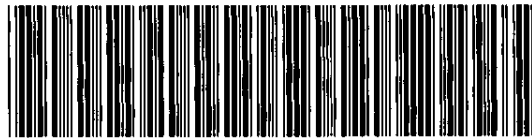
(Business Entity Name)

(Document Number)

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DIVISION OF CORPORATIONS
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SUFFICIENCY OF FILING

Handwritten initials

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: The B. Rich Project, Incorporated
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Brandon Richard
Name (Printed or typed)

2706 Country Club Road N
Address

Winter Haven, FL 33881
City, State & Zip

863 602 3447
Daytime Telephone number

brichproject@gmail.com
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
THE B. RICH PROJECT, INC.**

FEI # 61-1581200

Article 1: Name/Principal Office

Effective shall be
1-1-2010

The name of the Corporation is THE B. RICH PROJECT, INC. The principal address of the Corporation is 2706 Country Club Rd. N, Winter Haven, FL 33881.

Article 2: Registered Agent/Office

The name and address of the Registered Agent and Registered Office on the date of filing of these restated articles are as follows:

Registered Agent: Brandon Richard
Registered Office: 2706 Country Club Rd N.
Winter Haven, FL 33881

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TALLAHASSEE, FLORIDA

Article 3: Incorporator

The name and address of the Incorporator and Registered Office on the date of filing of these restated articles are as follows:

Incorporator: Brandon Richard
Registered Office: 2706 Country Club Rd N
Winter Haven, FL 33881

Article 4: Purpose

The Corporation is formed exclusively for literary, religious, scientific, educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as from time to time amended, including, for such purposes, the support of programs designed to positively impact people in the areas of education, youth and families, athletics, entrepreneurship, and health with a particular emphasis on programs aimed at disadvantaged youth. Within these purposes, the Corporation may also support programs that promote healthy, drug-free lifestyles.

Article 5: Members/Board of Directors

The Corporation shall have one or more members, as provided in the Corporation's bylaws. The management of the affairs of the Corporation shall be vested in the Board of Directors. No Director shall have any right, title, or interest in or to any property of the Corporation. The Directors shall be elected pursuant to the Bylaws of the Corporation.

The Board of Directors on the date of filing of these articles is four (4) in numbers, and their names and addresses are as follows:

Brandon Richard, 2706 Country Club Rd N, Winter Haven, FL 33881

Darryl Richard, 2706 Country Club Rd N, Winter Haven, FL 33881

Virginia Richard, 2706 Country Club Rd N, Winter Haven, FL 33881

Shondria Lopez-Merlos, 2706 Country Club Rd N, Winter Haven, FL 33881

Article 6: Exemption Requirements

A. The Corporation is intended to qualify as an organization described in Code Section 501(c) (3). No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any of its directors, officers, or other private persons, except that the Corporation shall be authorized to make payments and distributions in furtherance of the purposes set forth in these Articles of Incorporation and the Corporation's Bylaws.

B. No substantial part of the activities of the Corporation shall 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 distribution of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

C. Notwithstanding any other provision of the Articles of Incorporation, the Corporation shall not carry on any activities not permitted to be carried on by a Corporation described in, and exempt from federal income tax under, Code section 501(c) (3) or by a Corporation, contributions to which are deductible under Code section 170(c). The Corporation is intended to qualify as a public charity. However, during any period that the Corporation is determined to be a private foundation, as defined in Code Section 509, the Corporation shall not (i) engage in any act of self-dealing as defined in Code section 4941(d), (ii) retain any excess business holdings as defined in Code section 4943(c) which would be subject to tax under Code section 4943, (iii) make any investments which would subject the Corporation to tax under Code section 4944, or (iv) make any taxable expenditures as defined in Code section 4945(d), and it shall distribute foundation income and, to the extent income is not sufficient, principal for each taxable year at such time and in such manner as not to subject the Corporation to tax on undistributed income under Code section 4942.

D. Upon the dissolution of the Corporation, assets of the Corporation remaining after the satisfaction of liabilities shall be distributed exclusively for one or more exempt purposes within the meaning of Code Section 501(c) (3), or shall be distributed to the federal government or to a state or local government for a public purpose, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, which are organized and operated exclusively for such purposes, as said court shall determine.

Article 7: Liability

No officer or Director of this Corporation shall be personally liable for the debts or obligations of this Corporation of any nature whatsoever, nor shall any of the property of the officer, or Directors be subject to the payment of the debts or obligations of this Corporation.

Article 8: Dissolution Clause

Upon dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

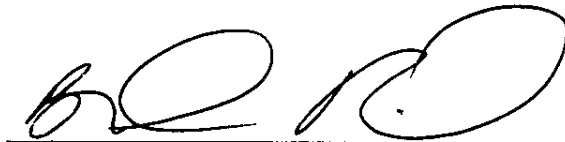
Article 9: Duration

The Corporation's duration shall be perpetual.

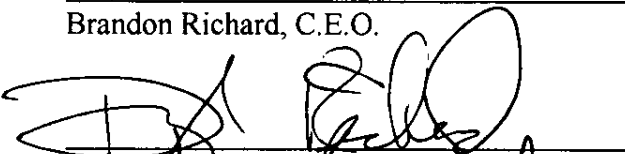
This instrument may be executed in two or more counterparts, each of which shall be deemed to be an original, but all of which together shall constitute one and the same instrument.

These Articles of Incorporation of THE B. RICH PROJECT, INC. have been executed on the date set forth below.

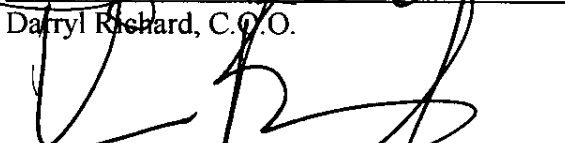
Date: 12/30/09



Brandon Richard, C.E.O.



Darryl Richard, C.O.O.



Virginia Richard, C.F.O



Shondria Lopez-Merlos, Secretary

ACCEPTANCE OF REGISTERED AGENT AND INCORPORATOR

The undersigned, being the person named in the articles of organization of the B RICH PROJECT, INCORPORATED, as the registered agent and incorporator of this corporation, hereby consents to accept service of process for the above stated corporation at the place designated in the articles of organization, and accepts the appointment as registered agent and incorporator and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position of registered agent and incorporator.



BRANDON RICHARD
Registered Agent and Incorporator

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