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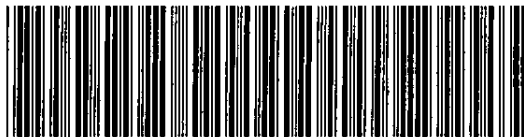
(Business Entity Name)

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2008 AUG 26 PM 1:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch AUG 27 2008

COVER LETTER

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

SUBJECT: 7 Group US Foundation Inc.
(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: Edward Wallace III
Name (Printed or typed)

1317 New Rodgers Road
Address

Bristol Pa 19007
City, State & Zip

609-841-6167
Daytime Telephone number

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

(3 Copies total)

ARTICLES OF INCORPORATION NON-PROFIT

Articles of Incorporation of **7 Group US Foundation Inc.** The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Florida, do hereby certify:

- 1) The name of the Corporation shall be **7 Group US Foundation Inc.**
- 2) The place in this state where the principal office of the Corporation is to be located is the 741 Front Street, Suite 1140, Celebration, Osceola County, Florida, 34747.
- 3) Said corporation is organized exclusively for charitable, religious, educational, 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, or the corresponding section of any future federal tax code.
- 4) The initial Board of Directors shall be appointed by the Incorporator. Thereafter the Board of Directors shall be appointed by a majority vote of the incumbent Board. Members of the Board of Directors shall serve two (2) year terms. The Board of Directors shall have the authority to increase or decrease the size of the Board of Directors with majority consent, but at no time shall the Board of Directors have less than the statutory minimum of three (3) members.
- 5) The initial Directors and Officers are as follows:

Name: Edward Wallace III,
Address: 9 Decision Way East, Washington Crossing PA 18977
Title: Managing Director & President

Name: James Buchanan
Address: 1003 Hudson Ave. Deptford, NJ, 08096
Title: Director & Vice President

Name: Evan Wallace,
Address: 9 Decision Way East, Washington Crossing PA 18977
Title: Director & Secretary
- 6) The initial registered agent is Edward Wallace III with Florida address at 741 Front Street, Suite 1140, Celebration, Osceola County, Florida, 34747.
- 7) The Incorporator is Edward Wallace III with Florida address at 741 Front Street, Suite 1140, Celebration, Osceola County, Florida, 34747 and non-Florida address at 9 Decision Way East, Washington Crossing PA 18977.

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TALLAHASSEE, FLORIDA

8) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Third hereof. 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. Notwithstanding any other provision 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code

Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

9) Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

10) The corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal revenue code, or the corresponding section of any future federal tax code.

11) The corporation will not engage in any act of self dealing as defined in section 4941(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

12) The corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Articles of Incorporation: 7 Group US Foundation Inc.

13) The corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

14) The corporation will not make any taxable expenditures, as defined in section 4945(d) of the Internal revenue Code, or the corresponding section of any future federal tax code.

15) The effective date for the incorporation as contemplated herein shall be the file date as recognized by the State of Florida.

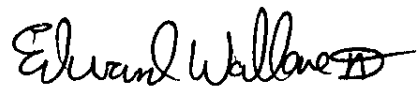
Date: August 22, 2008.



By: Edward Wallace III

Title: Incorporator

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in that capacity



By: Edward Wallace III

Title: Registered Agent