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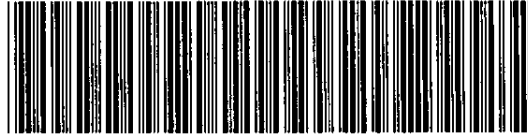
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CHRISTOPHER B. WALDERA, P.A.

ATTORNEY AT LAW
5800 OVERSEAS HIGHWAY, SUITE 7
MARATHON, FLORIDA 33050
TELEPHONE (305) 289-2223
FACSIMILE (305) 289-2249
email cwaldera@aol.com

July 30, 2015

SENT VIA COURIER

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Gentlemen:

Re: RWB Foundation, Inc.

In response to your correspondence dated July 22, 2015, enclosed are two copies of Amended and Restated Articles of Incorporation for the above referenced corporation for filing with the Department of State, Division of Corporations. The enclosed Articles contain the required language regarding the adoption of the Articles on Page One (1). Please file the enclosed Articles as soon as possible.

Also enclosed is a check in the amount of \$35 made payable to the Secretary of State to cover the applicable filing fees.

Please have one of the enclosed copies file stamped by the Secretary of State and return it to the undersigned in the enclosed envelope. If you have any questions or require anything further with respect to this matter, please call me.

Very truly yours,

A handwritten signature in black ink, appearing to read 'C.B. Waldera', with a long horizontal flourish extending to the right.

Christopher B. Waldera

CBW:MSA

Encs.

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
RWB FOUNDATION, INC.

Pursuant to the provisions of section 617.1007, Florida Statutes, RWB FOUNDATION, INC., a Florida not for profit corporation (the "Corporation") hereby submits the following certificate in conjunction with the adoption and filing of the attached Corporation's Amended and Restated Articles of Incorporation:

1. The name of the Corporation is RWB FOUNDATION, INC.
2. The attached Amended and Restated Articles of Incorporation of RWB FOUNDATION, INC. contain amendments to the Corporation's Articles of Incorporation which do not require member approval.
3. The Board of Directors of the Corporation adopted resolutions setting forth the proposed amendments to the Articles of Incorporation of the Corporation, declaring said amendments to be advisable.
4. The resolution setting forth the proposed amendments is as follows:

The Corporation shall amend its Articles of Incorporation to comply with the Internal Revenue Code and regulations promulgated thereunder in order for the Corporation to qualify for recognition of exemption under Section 501(c)(3) of the Internal Revenue Code by filing Amended and Restated Articles of Incorporation substantially in the form attached hereto as Exhibit A with the Division of Corporations of the Department of State of the State of Florida.
4. The date on which the amendment was adopted by the board of directors of the Corporation in accordance with Florida Statutes §617.1002 was July 13, 2015.

Signed as of the 13 day of July, 2015.

RWB FOUNDATION, INC.

By Todd R. Blaudow
Todd R. Blaudow, President

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
RWB FOUNDATION, INC.**

Pursuant to section 617.1007, Florida Statutes, RWB FOUNDATION, INC. (the "Corporation") hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is RWB FOUNDATION, INC.

ARTICLE II

The principal place of business of the Corporation is 18391 Avalon Drive, Hilliard, Florida 32046 and the mailing address of the Corporation is 1015 Atlantic Blvd., #272, Atlantic Beach, Florida 32333, or as otherwise designated by the Board of Directors.

ARTICLE III

The purpose for which the corporation is formed and the business and the objects to be carried on and promoted by it are as follows:

1. The 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 described in Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The specific purpose for which the corporation is organized is to operate as a private operating foundation and to receive contributions of tangible and intangible property and real or personal property subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for educational and scientific purposes to provide and sponsor education and training programs for the education of individuals, schools, colleges and universities, businesses, the general public, other non-profit organizations and governmental entities to encourage stewardship of resources, consistent with Proverbs 3 in the Bible, to grow businesses, jobs, schools and leaders that will be able to expand and prosper while conserving and preserving natural resources, while striving to improve the life's of individuals within local communities to foster a society of economically independent individuals who run businesses, are engaged citizens and contribute to the improvement of their communities all through charitable, literary or educational means, grant making and capital investments and including but not limited to contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and Regulations pursuant thereto as they now exist or as they may hereafter be amended.

2. The specific purpose for which the corporation is organized shall be to provide and sponsor education, training and development programs with a values based focus to

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encourage stewardship of resources, consistent with Proverbs 3 in the Bible, to grow businesses, jobs, schools and leaders that will be able to expand and prosper while conserving and preserving natural resources, while striving to improve the life's of individuals within local communities to foster a society of economically independent individuals who run businesses, are engaged citizens and contribute to the improvement of their communities .

3. To engage in any operation incidental to and essential to carry out the purposes above mentioned.

4. To solicit funds and donations in kind and from time to time to further the purposes of this corporation.

5. To acquire and receive by purchase, donation or otherwise, any property, real, personal or mixed, and to hold, use and dispose of the same.

6. To borrow money and to issue evidences of indebtedness in furtherance of any or all of the objects of its business and to secure loans by mortgage, pledge, deed of trust or other lien.

7. To apply for, obtain and contract with any federal, state or local government or agency for a direct loan or loans or other financial aid in the form of grants or otherwise relating to the purposes of this corporation.

8. To engage in any kind of activity and to enter into, perform and carry out contracts of any kind necessary or in connection with or incidental to the accomplishment of any one or more of the non-profit purposes of the corporation.

9. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to any Director or Officer of the corporation or any member of the corporation or any other private individual (except reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes) and no Director or Officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

10. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.

11. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all

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of the assets of the corporation exclusively for the purposes of the corporation in such manner or to such organization or organizations organized and operated exclusively for charitable, educational or literary purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court 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 the court shall determine, which are organized and operated exclusively for such purposes.

12. The corporation shall have such powers as are conferred upon it by Chapter 617 of the Laws of the State of Florida and By Laws and shall exercise those powers in the accomplishment of its objectives and purposes.

ARTICLE IV

The members of the Board of Directors shall never be less than three (3) in number. The manner in which the directors are elected or appointed shall be:

1. In the event of a vacancy the remaining director or directors may appoint a replacement director or directors to complete the term of the director or directors vacancy.

2. Election of the office of director whose term of office expires shall be held at the corporation's annual meeting and/or as may otherwise be determined by the Board of Directors. The term of office for each director shall be three (3) years or as may be provided by the By-Laws and each director shall serve until the expiration of his or her term or until his or her successor shall have been elected or until his or her prior death, resignation or removal.

The initial directors of the Corporation and their initial term of office are:

Name	Initial Term Expires
Richard W. Blaudow 18391 Avalon Drive Hilliard, Florida 32046	January 1, 2018
Delores A. Blaudow 18391 Avalon Drive Hilliard, Florida 32046	January 1, 2018
Todd R. Blaudow 1908 Nightfall Drive Neptune Beach, Florida 32266	January 1, 2018

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Rebecca Blaudow
1908 Nightfall Drive
Neptune Beach, Florida 32266

January 1, 2018

The Chairman of the Board of Directors shall cast the deciding vote in the event of a tie vote of the Board of Directors.

ARTICLE V

Each of the following individuals is elected to the office stated opposite his or her name to serve until the next annual meeting of directors or until his or her successor shall have been elected or until his or her prior death, resignation or removal:

Richard W. Blaudow	Chairman of the Board
Todd R. Blaudow	President
Richard W. Blaudow	Vice President
Delores A. Blaudow	Secretary
Rebecca Blaudow	Treasurer

ARTICLE VI

The name and street address of the initial registered agent shall be:

Christopher B. Waldera, P.A.
11300 Overseas Highway, Suite 1
Marathon, Florida 33050

ARTICLE VII

The affairs of the corporation shall be managed by a President, Secretary and a Treasurer and such other officers as may from time to time be created by the Board of Directors.

ARTICLE VIII

These Articles of Incorporation may be amended by a majority vote of the Board of Directors at any special meeting of the Board of Directors called for that purpose, after first giving at least ten (10) days notice of the meeting. Notice may be given in person, by telephone, telegraph, teletype, facsimile transmission, or other form of electronic communication, including, but not limited to electronic mail or by regular U.S. mail. Amendments to the Articles of Incorporation shall only be effective from the date of approval by a majority vote of the Board of Directors.

ARTICLE IX

Membership in this corporation shall consist of persons who are interested in accomplishing the objectives as set forth in Article III, infra. The membership as hereinabove set forth shall consist solely of the Board of Directors. In the determination of whether an individual

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qualifies and should be thus entitled to membership, the Officers of this Corporation shall abide by the By-Laws promulgated by the Board of Directors in determining whether any certain individual qualifies in accordance with the criteria herein established. It is hereby expressly provided that said By-Laws shall not discriminate or be applied in any manner which may be contrary to the purposes described in these Articles of Incorporation or which would disqualify this corporation's qualification as an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code.

The By-Laws may impose other conditions of membership from time to time.

ARTICLE X

The By-Laws of the corporation may be amended from time to time by a majority vote of the Board of Directors at any special meeting called for that purpose, after first giving at least ten (10) days written notice of the meeting.

ARTICLE XI


The corporation shall hold an annual meeting for members within ninety (90) days of the end of its fiscal year as determined by the Board of Directors. At such meeting Directors shall be elected or appointed in accordance with the By-Laws.

ARTICLE XII

The name and street address of the incorporator are:

Christopher B. Waldera, Esq.
Christopher B. Waldera, P.A.
11300 Overseas Highway, Suite 1
Marathon, Florida 33050

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation this 13th day of July, 2015.


Todd R. Blaudow, President

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