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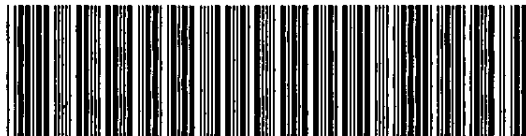
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FILED
2016 MAR 23 PM 3:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAR 29 2016
T. BROWN

COVER LETTER

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

SUBJECT: Resource Based Economy, 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: Copilevitz & Canter, LLC
Name (Printed or typed)

1900 L Street, NW, Suite 215
Address

Washington, DC 20036
City, State & Zip

202.861.0740
Daytime Telephone number

meadows@thevenusproject.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
RESOURCE BASED ECONOMY, INC.**

FILED
2016 MAR 23 PM 3:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, the undersigned incorporator adopts and files the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation shall be: RESOURCE BASED ECONOMY, INC.
(hereinafter, "Corporation").

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of the Corporation is 21 Valley Lane, Venus, FL 33960.

ARTICLE III - DURATION

The period of duration is perpetual.

ARTICLE IV- PURPOSES

The Corporation shall be a not for profit corporation which shall engage in any lawful act or activity for which corporations may be organized under the provisions of the Florida Not For Profit Corporation Act, as amended. It shall be organized and operated exclusively as an organization authorized to engage in such purposes and activities as permitted by section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue law) ("Code") and as enumerated in Treasury Regulation §1.501(c)(3)-1(d)(2), including, but not limited to, the following purposes:

1) To engage in research concerning the peaceful transition to a sustainable future in which hunger, poverty, strife, conflicts and subversion of human rights is eliminated or significantly reduced;

2) To develop, research and disseminate information to the public concerning options to sustain and enhance global civilization and reduce the detrimental effects of climate and other environmental changes on social and economic behavior;

3) To explore ways to mitigate the potentially deleterious effects that continued automation and technological replacement of humans by machines will have on unemployment, the power to acquire necessary goods and services, the distribution of scarce resources and economic well-being generally, by developing new modes of social management and behavior to permit the public to enjoy the fruits of a highly advanced, technologically based society and experience higher standards of living;

4) To create and construct education and media centers to disseminate information and the results of research concerning the means available to improve management of the world's resources and ways humans interact with their physical environment;

5) To translate the research findings of the Corporation to develop model and efficient urban areas, dedicated to developing and achieving solutions to global environmental, sociological and economic problems and the means to reduce global hunger, poverty, strife and conflicts;

6) To facilitate and support scholarly activities and exchanges in regard to the matters set forth herein;

7) to promote and support appreciation, recognition and public awareness of the importance of the foregoing purposes and to seek funding to carry out such purposes;

8) to underwrite, sponsor, and support curricula development, seminars, and presentations as to the topics set forth above in governmental institutions, the media, and in educational institutions;

9) To accomplish the above purposes by all reasonable and practical means, including the publication and dissemination of information in all forms and through all media, to the public in the United States and in foreign states; and

10) To do any lawful acts and enter into all lawful agreements that may be necessary, useful, suitable or proper to accomplish the foregoing purposes of the Corporation, provided the same is permitted under Section 501(c)(3) of the Code.

The Corporation shall not engage, other than to an insubstantial degree, in activities that are not in furtherance of its purposes.

In furtherance of such purposes, the Corporation shall have full power and authority:

(A) To act as a forum for the exchange of information and materials among other organizations, institutions and members of the general public in connection with the foregoing purposes both in Internet-based formats and in other means and media;

(B) To publish, conduct, sponsor, promote and support academic and scholarly studies, publications, periodicals, lectures, seminars, meetings, conferences and discussions on matters related to the foregoing purposes in the United States and abroad;

(C) To acquire or receive from any individual, firm, association, corporation, trust or foundation, by deed, gift, purchase, bequest, devise, appointment, or otherwise, cash, securities

and other property, tangible or intangible, real or personal, and to hold, administer, manage, invest, reinvest, and disburse the principal and income therefor solely for the purposes hereof;

(D) To distribute property for such purposes in accordance with the terms of gifts, bequests, or devises to the Corporation not inconsistent with its purposes, as set forth in these Articles of Incorporation, or in accordance with determinations made by the Board of Directors pursuant to these Articles of Incorporation;

(E) To distribute property and extend financial aid and support through grants, contributions, or other aid or assistance to or for the benefit of qualified Code section 501(c)(3) organizations and equivalent foreign organizations to advance charitable and educational purposes;

(F) To create, receive and maintain a fund or funds, to invest or reinvest such fund or funds and to apply the income and principal of any funds received to promote the goals and purposes set out herein; and

(G) To perform all other acts necessary or incidental to the above and to do whatever is deemed necessary, useful, advisable, or conducive, directly or indirectly, to carry out any of the purposes of the Corporation, as set forth in these Articles of Incorporation, including the exercise of all other powers and authority enjoyed by not for profit corporations generally under the laws of Florida (within and subject to the limitations of Section 501(c)(3) of the Code.)

The Corporation shall serve only such purposes and functions and shall engage only in such activities as are consistent with the purposes set forth in this Article IV and with its status as an organization described under Section 501(c)(3) of the Code or successor Code Section.

ARTICLE V - LIMITATIONS AND REQUIREMENTS

The Corporation shall not have capital stock and is neither organized nor operated for pecuniary gain or profit.

(A) 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 other private person; but 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 as set forth in Article IV hereof.

(B) The Corporation shall not carry on propaganda, or otherwise attempt to influence legislation, to an extent that would disqualify it for tax exemption under Section 501(c)(3) of the Code by reason of attempting to influence legislation. The Corporation shall not participate in, nor intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

(C) Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on:

- (i) by a corporation exempt from federal income taxation under Section 501(c)(3) of the Code, or the corresponding section of any future federal tax code; or
- (ii) by a corporation, contributions to which are deductible for federal income tax purposes under Section 170(c)(2) of the Code, or the corresponding section of any future federal tax code.

It is intended that the Corporation shall have, and continue to have, the status of an organization which is exempt from federal income taxation under Section 501(c)(3) of the Code.

All terms and provisions of these Articles of Incorporation and the Bylaws of the Corporation and all authority and operations of the Corporation, shall be construed, applied and carried out in accordance with such intent.

ARTICLE VI - BOARD OF DIRECTORS/MANNER OF ELECTION

The activities and internal affairs of the Corporation shall be managed by a Board of Directors. The number of directors which shall constitute the whole Board shall be such as from time to time shall be fixed by, or in the manner provided in, the Bylaws, but in no case shall the number be fewer than three (3). The initial directors named in Article VIII of these Articles of Incorporation shall serve until their successors have been elected and qualified in accordance with the Bylaws. The directors shall be elected in accord with the procedure set forth in the Bylaws of the Corporation.

The directors shall have the powers and duties set forth in these Articles of Incorporation and in the Bylaws, to the extent that such powers and duties are not inconsistent with the status of the Corporation as a not for profit corporation which is exempt from federal income taxation under Section 501(c)(3) of the Code.

The officers of the Corporation shall be the President, Secretary and Treasurer; provided, the Board of Directors may create additional offices. Officers may be, but need not be, directors.

ARTICLE VII – NO MEMBERS

The Corporation shall not have members.

ARTICLE VIII – INITIAL DIRECTORS

The initial Board of Directors of the Corporation shall consist of three (3) persons whose names and addresses, including street and number and zip or postal code, are set forth below:

NAMES**ADDRESSES**

Roxanne E. Meadows

21 Valley Lane
Venue, FL 33960

Jacque Fresco

21 Valley Lane
Venue, FL 33960

Stanislav Aizin

4934 Corsica Sq.
Vero Beach, FL 32967**ARTICLE IX - DISSOLUTION**

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation by distributing those assets exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for public charitable uses and purposes as shall at the time qualify as exempt from taxation under Section 501(c)(3) of the Code as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction for the county in which the principal office of the Corporation is then 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.

ARTICLE X – REGISTERED OFFICE AND AGENT

The address, including street and number and zip code, of the initial registered office is 21 Valley Lane, Venus, FL 33960 and the name of the initial registered agent of the Corporation at such address is Roxanne E. Meadows.

ARTICLE XI – INTERNAL REVENUE CODE

All references in these Articles of Incorporation to sections of the Internal Revenue Code shall be considered references to the Internal Revenue Code of 1986, as from time to time amended, and to the corresponding provisions of any applicable future United States Internal Revenue law, and to all regulations issued under such sections and provisions.

ARTICLE XII - INCORPORATOR

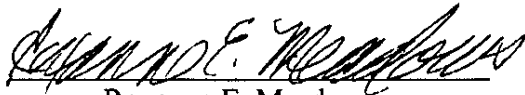
The name and address, including street and number and zip code, of the incorporator are:

Roxanne E. Meadows, 21 Valley Lane, Venus, FL 33960

ARTICLE XIII - AMENDMENT

The Articles of Incorporation and Bylaws of the Corporation may be amended at any time and from time to time by the affirmative vote of a majority of all of the directors then in office, provided any such amendment is approved in writing by two-thirds (2/3) of all Founding Directors (as defined in the Bylaws) as set forth in the Bylaws.

Having been named in Article X 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 this capacity.


Roxanne E. Meadows
Registered Agent

3-21-16
Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817, 155,F.S.


Roxanne E. Meadows
Incorporator

3-21-16
Date