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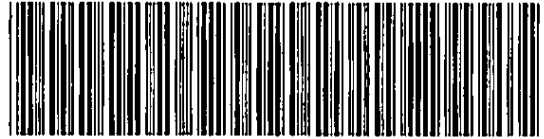
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DEC 13 2019

COVER LETTER

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

RedconI Foundation, Incorporated

SUBJECT: _____
(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

Jonathan Manfre, Esq.

FROM: _____
Name (Printed or typed)

701 Park of Commerce Blvd. Suite 101

Address

Boca Raton, FL 33487

City, State & Zip

(516) 287-8500

Daytime Telephone number

Jmanfre@redconI.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
In compliance with Chapter 617, F.S.. (Not for Profit)

ARTICLE I: NAME

1.01 Name: The name of the corporation shall be RedconI Foundation, Incorporated.

ARTICLE II: ADDRESS

2.01 Principal Office: The principal street address of RedconI Foundation, Incorporated shall be 701 Park of Commerce Blvd., Suite 101, Boca Raton, FL 33487.

2.02 Mailing Address: The mailing address of RedconI Foundation, Incorporated shall be 701 Park of Commerce Blvd., Suite 101, Boca Raton, FL 33487.

ARTICLE III: PURPOSE

3.01 Purpose: RedconI Foundation, Incorporated is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. RedconI Foundation, Incorporated's purpose is to provide financial assistance to military families that have experienced a hardship. To maximize our impact on current efforts, we may seek to collaborate with other non-profit organizations which fall under the 501(c)(3) section of the Internal Revenue Code and are operated exclusively for educational and charitable purposes.

3.02 Public Benefit: RedconI Foundation, Incorporated is designated as a public benefit corporation.

ARTICLE IV: MANNER OF ELECTION

4.01 Manner of Election: The manner in which the directors are elected or appointed is provided in the bylaws of RedconI Foundation, Incorporated.

ARTICLE V: INITIAL OFFICERS AND/OR DIRECTORS

5.01 Governance: RedconI Foundation, Incorporated shall be governed by its board of directors.

5.02 Initial Directors: The initial directors of RedconI Foundation, Incorporated are listed below:

Robert Wilkins, President
701 Park of Commerce Blvd.
Suite 101
Boca Raton, FL 33487

Jonathan Manfre, Esq., Secretary
701 Park of Commerce Blvd.
Suite 101
Boca Raton, FL 33487

Darielle Singerman, Director
701 Park of Commerce Blvd.
Suite 101
Boca Raton, FL 33487

Robert Conley, Treasurer
701 Park of Commerce Blvd.
Suite 101
Boca Raton, FL 33487

Eric Hart, Vice President
701 Park of Commerce Blvd.
Suite 101
Boca Raton, FL 33487

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ARTICLE VI: REGISTERED AGENT

6.01 The name and Florida street address of the registered agent of Redcon1 Foundation, Incorporated is:

Jonathan Manfre, Esq.
701 Park of Commerce Blvd.
Suite 101
Boca Raton, FL 33487

ARTICLE VII: INCORPORATOR

7.01 The name and address of the Incorporator is:

Jonathan Manfre, Esq.
701 Park of Commerce Blvd.
Suite 101
Boca Raton, FL 33487

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ARTICLE VIII: NON-PROFIT NATURE

8.01 Non-Profit Nature: Redcon1 Foundation, Incorporated is organized exclusively for charitable and educational 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 corresponding section of any future federal tax code. No part of the net earnings of Redcon1 Foundation, Incorporated 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 the purpose clause hereof.

Notwithstanding and other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Redcon1 Foundation, Incorporated is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

8.02 Personal Liability: No officer or director of this corporation shall be personally liable for the debts or obligations of Redcon1 Foundation, Incorporated of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

8.03 Dissolution: Upon termination or dissolution of Redcon1 Foundation, Incorporated, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986, or described in any corresponding provision of any successor statute, which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of Redcon1 Foundation, Incorporated hereunder shall be selected by the discretion of a majority of the managing body of Redcon1 Foundation, Incorporated and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity

filed in a court of proper jurisdiction against Redcon1 Foundation, Incorporated by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

8.04 Prohibited Distributions: No part of the net earnings, or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 III.

8.05 Restricted Activities: No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

8.06 Prohibited Activities: Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (i) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (ii) 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.

ARTICLE IX MEMBERSHIP

9.01 Membership: Redcon1 Foundation, Incorporated shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

ARTICLE X AMENDMENTS

10.01 Amendments: Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

ARTICLE XI EFFECTIVE DATE

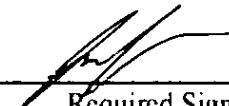
11.01 Effective date: The effective date of Redcon1 Foundation, Incorporated shall be January 1, 2020.

ARTICLE XII DURATION

12.01 Duration: The period of duration for Redcon1 Foundation, Incorporated is perpetual.

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 this capacity

Jonathan Manfre, Esq.



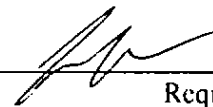
Required Signature of Registered Agent

12/9/19

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.

Jonathan Manfre, Esq.



Required Signature of Incorporator

12/9/19

Date

ARTICLES OF INCORPORATION
In compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I: NAME

1.01 Name: The name of the corporation shall be Redcon1 Foundation, Incorporated.

ARTICLE II: ADDRESS

2.01 Principal Office: The principal street address of Redcon1 Foundation, Incorporated shall be 701 Park of Commerce Blvd., Suite 101, Boca Raton, FL 33487.

2.02 Mailing Address: The mailing address of Redcon1 Foundation, Incorporated shall be 701 Park of Commerce Blvd., Suite 101, Boca Raton, FL 33487.

ARTICLE III: PURPOSE

3.01 Purpose: Redcon1 Foundation, Incorporated is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. Redcon1 Foundation, Incorporated's purpose is to provide financial assistance to military families that have experienced a hardship. To maximize our impact on current efforts, we may seek to collaborate with other non-profit organizations which fall under the 501(c)(3) section of the Internal Revenue Code and are operated exclusively for educational and charitable purposes.

3.02 Public Benefit: Redcon1 Foundation, Incorporated is designated as a public benefit corporation.

ARTICLE IV: MANNER OF ELECTION

4.01 Manner of Election: The manner in which the directors are elected or appointed is provided in the bylaws of Redcon1 Foundation, Incorporated.

ARTICLE V: INITIAL OFFICERS AND/OR DIRECTORS

5.01 Governance: Redcon1 Foundation, Incorporated shall be governed by its board of directors.

5.02 Initial Directors: The initial directors of Redcon1 Foundation, Incorporated are listed below:

Robert Wilkins, President
701 Park of Commerce Blvd.
Suite 101
Boca Raton, FL 33487

Robert Conley, Treasurer
701 Park of Commerce Blvd.
Suite 101
Boca Raton, FL 33487

Jonathan Manfre, Esq., Secretary
701 Park of Commerce Blvd.
Suite 101
Boca Raton, FL 33487

Eric Hart, Vice President
701 Park of Commerce Blvd.
Suite 101
Boca Raton, FL 33487

Darielle Singerman, Director
701 Park of Commerce Blvd.
Suite 101
Boca Raton, FL 33487

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DIVISION OF CORPORATIONS
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ARTICLE VI: REGISTERED AGENT

6.01 The name and Florida street address of the registered agent of Redcon I Foundation, Incorporated is:

Jonathan Manfre, Esq.
701 Park of Commerce Blvd.
Suite 101
Boca Raton, FL 33487

ARTICLE VII: INCORPORATOR

7.01 The name and address of the Incorporator is:

Jonathan Manfre, Esq.
701 Park of Commerce Blvd.
Suite 101
Boca Raton, FL 33487

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ARTICLE VIII: NON-PROFIT NATURE

8.01 Non-Profit Nature: Redcon I Foundation, Incorporated is organized exclusively for charitable and educational 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 corresponding section of any future federal tax code. No part of the net earnings of Redcon I Foundation, Incorporated 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 the purpose clause hereof.

Notwithstanding and other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Redcon I Foundation, Incorporated is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

8.02 Personal Liability: No officer or director of this corporation shall be personally liable for the debts or obligations of Redcon I Foundation, Incorporated of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

8.03 Dissolution: Upon termination or dissolution of Redcon I Foundation, Incorporated, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986, or described in any corresponding provision of any successor statute, which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of Redcon I Foundation, Incorporated hereunder shall be selected by the discretion of a majority of the managing body of Redcon I Foundation, Incorporated and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity.

filed in a court of proper jurisdiction against Redcon1 Foundation, Incorporated by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

8.04 Prohibited Distributions: No part of the net earnings, or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 III.

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10.01 Amendments: Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

ARTICLE XI EFFECTIVE DATE

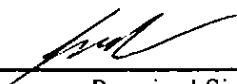
11.01 Effective date: The effective date of Redcon1 Foundation, Incorporated shall be January 1, 2020.

ARTICLE XII DURATION

12.01 Duration: The period of duration for Redcon1 Foundation, Incorporated is perpetual.

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 this capacity

Jonathan Manfre. Esq.




Required Signature of Registered Agent

12/9/19

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.

Jonathan Manfre. Esq.



Required Signature of Incorporator

12/9/19

Date