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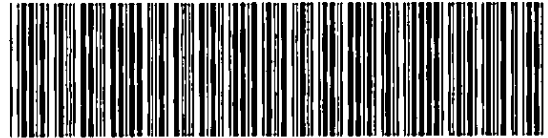
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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: The Thinker Project Inc.

Name of Resulting Florida Profit Corporation

The enclosed Articles of Conversion, Articles of Incorporation, and fees are submitted to convert the following eligible entity into a "Florida Profit Corporation" in accordance with ss. 607.11933 & 607.0202, F.S.

Please return all correspondence concerning this matter to:

Michelle K. Suarez, Esq.

Contact Person

Florida Entrepreneur Law, P.A.

Firm/Company

101 NE 3rd Avenue, Suite 1500

Address

Fort Lauderdale, FL 33301

City, State and Zip Code

msuarez@floridaentrepreneurlaw.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Michelle K. Suarez, Esq. at (954) 800-0484

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- ☒ \$105.00 Filing Fees ☐ \$113.75 Filing Fees and Certificate of Status ☐ \$113.75 Filing Fees and Certified Copy ☐ \$122.50 Filing Fees, Certified Copy, and Certificate of Status

Mailing Address:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

New Filing Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Articles of Conversion
For
Converting Eligible Entity
Into
Florida Profit Corporation

The Articles of Conversion and attached Articles of Incorporation are submitted to convert the following eligible business entity into a **Florida Profit Corporation** in accordance with ss. 607.11933 & 607.0202, Florida Statutes.

1. The name of the Converting Entity immediately prior to the filing of the Articles of Conversion is:

The Thinkher Project LLC

Enter Name of the Converting Entity

2. The converting entity is a Limited Liability Company
(Enter entity type. Example: limited liability company, limited partnership,
general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida
(Enter state, or if a non-U.S. entity, the name of the country)

on 02/13/2020
Enter date "Converting Entity" was first organized, formed or incorporated.

3. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation:

The Thinkher Project Inc.

Enter Name of Florida Profit Corporation

4. This conversion was approved by the eligible converting entity in accordance with this chapter and the laws of its current/organic jurisdiction.

5. If not effective on the date of filing, enter the effective date: _____

(The effective date: Cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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Signed this 6th day of November, 2022

Required Signature for Florida Profit Corporation:

Signature of Director, Officer, or, if Directors or Officers have not been selected, an Incorporator

Signature: [Signature]
Printed Name: Daphne De Celles Title: President

Required Signature(s) on behalf of Converting Florida partnerships, limited partnerships, and limited liability companies: [See below for required signature(s).]

Signature: [Signature]
Printed Name: Daphne De Celles Title: Manager/Member

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

If Florida Limited Liability Company:

Signature of a Member or Authorized Representative.

All others:

Signature of an authorized person.

Fees:

Articles of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

**ARTICLES OF INCORPORATION OF
THE THINKHER PROJECT INC.**

The Articles of Incorporation for THE THINKHER PROJECT, INC. (hereinafter the "Corporation" or "The ThinkHer Project") are hereby filed pursuant to Fla. Stat. § 617.0202. The Articles of Incorporation are set forth and adopted by the as follows:

Article I: Name. The name of the corporation is The ThinkHer Project Annual Reports are to be directed to Daphne De Celles at corporation's principal place of business: 1219 North C Street, Lake Worth, FL 33460.

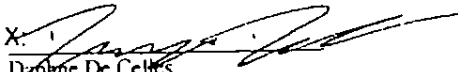
Article II: Principal Place of Business/Mailing Address. The principal place of business and mailing address of ThinkHer Project is 1219 North C Street, Lake Worth, FL 33460.

Article III: Purpose & Election of Not for Profit Corporate Status. The purpose of ThinkHer Project is to exist as a not for profit Corporation under Fla. Stat. § 617.0202; specifically, to create a material, positive effect on society and the environment, when taken as a whole, as assessed using a third-party standard which is attributable to the business and operations of the Corporation by promoting economic opportunity for women in third world countries, beyond the creation of jobs, in the normal course of business.

Article IV: The Directors of the Corporation shall be elected as set forth in the Bylaws.

Article V: The initial Directors of the Corporation are: Dawn De Celles, Greeny Valbuena, and Jennifer Paixao.

Article VI: Registered Agent. The Registered Agent of ThinkHer Project is Daphne De Celles, and the registered agent's office address 1219 North C Street, Lake Worth, FL 33460, and is in compliance with familiar with and accepts the obligations of Fla. Stat. § 617.0501.

X. 
Daphne De Celles

Article VII: The effective date of these Articles of Incorporation shall be the date the Florida Division of Corporation receives them or they are filed with the Secretary of the State of Florida, whichever date is earliest.

In witness whereof, the undersigned Benefit Director of this corporation has executed these articles of amendment on December 2, 2020.

X. 
Daphne Decelles, President/Direct

Date 12/02/2020

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