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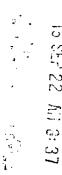
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BizLife Corporation 1150 Louisiana Ave. Suite 6 Winter Park, FL 32789

Cover Letter

28 August 2015

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

Subject: Incorporation of: BizLife Corporation; a Social Purpose Corporation

Enclosed please find an original (blue signature) and two (2) copies of the Articles of Incorporation for BizLife Corporation and a check for \$87.50 for the filing fee; a certified copy fee; and certificate status fee.

Sincerely,

Meggan E. Wallander,

Register Agent

BizLife Corporation 1150 Louisiana Ave. Suite 6 Winter Park, FL 32789



FLORIDA DEPARTMENT OF STATE Division of Corporations

September 10, 2015

MEGGAN E. WALLANDER BIZLIFE CORPORATION 1150 LOUISIANA AVE., SUITE 6 WINTER PARK, FL 32789

SUBJECT: BIZLIFE CORPORATION

Ref. Number: W15000059736

We have received your document for BIZLIFE CORPORATION and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable because it is the same as or not distinguishable from an existing entity. If the principals are the same in both entities, please send a letter or affidavit advising us of this association, along with your articles so that we may complete the filing process.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Letter Number: 315A00019095

Maryanne Dickey Regulatory Specialist II New Filing Section

www.sunbiz.org

22 September 2015

Maryanne Dickey Regulatory Specialist II New Filing Section Florida Department of State Division of Corporations

Subject: BIZLIFE CORPORATION Ref. Number: W15000059736

Ms. Dickey,

Per our conversation of today's date, we are remitting you the following documents to incorporate BIZLIFE CORPORATION: The original cover letter and articles of incorporation for BIZLIFE CORPORATION as well as the letter and copies of documents that your office sent us.

Thank you,

G. Thomas Bland, Jr. CEO and Chairman

ARTICLES OF INCORPORATION

OF

BizLife Corporation

A Social Purpose Corporation

Article I: Corporate Name

Th name of this corporation is **BizLife Corporation**

Article II: Principal Office Address and Mailing Address

The Principal address of BizLife Corporation is 1150 Louisiana Avenue, Suite 6 Winter Park, Florida 32789

Article III: Social Benefit and Purpose

The Corporation shall be organized and operated as a social purpose corporation, to the greatest extent permitted a business corporation formed under the Act. In pursuing any business, trade, or activity which may be conducted lawfully by a Corporation organized under the Act, the Corporation shall pursue the creation of a material positive impact on society.

The mission of this social purpose corporation is not necessarily compatible with, and may be contrary to, maximizing profits and earnings for shareholders, or maximizing shareholder value in any sale, merger, acquisition, or other similar actions of the Corporation.

Specifically, BizLife Corporation 's mission is to <u>educate</u> all who wish to attend sessions in the arts of small business management, entrepreneurial skills, and the essence of economics, accounting, management, marketing and finance. Veterans (discharged within five years of enrollment), impoverished individuals (those qualified for Medicare, Food Stamps, et al) and handicapped individuals shall be admitted without charge.

Article IV: Authorized Shares

BizLife Corporation shall authorize to issue a maximum aggregate of Fifty Million Shares (50,000,000, Par value \$.0001) as follows: Ten Million shares (10,000,000) of Common Stock (Common Stock holders shall have exclusive voting rights on all matters requiring a vote of shareholders) and Forty Million shares (40,000,000) of Preferred Stock (non-voting, i.e., Preferred shares shall have no voting rights on any matters requiring a vote of shareholders. All Preferred shares are non-convertible to Common Shares).

No fractional shares shall be issued.

Ups

All shareholders of any stock of the Corporation shall have preemptive rights: Each share of the Corporation entitles the holder to a preemptive right, for a period of 30 days, to subscribe for, purchase or otherwise acquire securities of the Corporation. This right applies to any shares of the same class of the Corporation or any equity and/or voting shares of any class of the Corporation that the Corporation proposes to issue, or any rights or options that the Corporation proposes to grant for the purchase of shares of the same class of the Corporation or for the purchase of any shares, bonds securities, or obligations of the corporation that are convertible into or exchangeable for, or that carry any rights to subscribe for, purchase or otherwise acquire share of the same class of the Corporation or equity and/or voting shares of any class of the Corporation, whether now or hereafter authorized or created, whether having unissued or treasury status and whether the proposed issue, reissue transfer or grant is for cash, property or any other lawful consideration. After the expiration of 30 days, any and all of the shares, rights, options, bonds, securities or obligations of the Corporation may be issued, reissued, transferred or granted by the board of directors, as the case may be, to any persons, firms, corporations and associations, and for such lawful consideration, and on such terms, as the board of directors in its discretion may determine.

Rights and Preferences of Preferred Stock: The powers, designations, preferences and relative, participating, optional or other special rights of the Preferred Stock authorized hereunder, and the qualifications, limitations and restrictions of such preferences and rights, are as follows:

Dividends: The holders of shares of Preferred Stock shall be entitled to receive when, as and if declared by the Board, out of funds legally available therefor, dividends and other distributions payable in cash, property, stock (including shares of any class or series of the Corporation, whether or not shares of such class or series are already outstanding), or otherwise. No dividend or distribution shall be declared without the unanimous consent of the Board of Directors of the Corporation. Dividends declared on the Preferred Stock may differ from and may exceed dividends declared on the Common Stock; (please refer to Corporate By-Laws), provided that no dividend or distribution shall be paid on any Common Stock at a rate that is greater than the rate at which dividends or distributions are paid on the Preferred Stock (based on the number of shares of Common Stock into which the Preferred Stock is convertible on the date such dividend or distribution is declared).

Voting: Except as otherwise required by law or as set forth herein, the Preferred Stock shall be non-voting.

Liquidation: In the event of any liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary ("Liquidation"), each holder of Preferred Stock shall be entitled to be paid, out of the assets of the Corporation available for distribution to holders of the Corporation's capital stock, pari passu with any payment or declaration made in respect of the Common Stock upon Liquidation. If, upon the occurrence of such an event, the assets and funds of the Corporation thus distributed to the holders of the Preferred Stock shall be insufficient to permit the payment to such



holders of the full aforesaid amounts, then the entire assets and funds of the Corporation legally available for distribution shall be distributed pro rata among the holders of the Common Stock and Preferred Stock. A Liquidation shall be deemed to have occurred if, and only if: (i) the Corporation shall reorganize its capital, reclassify its capital stock, consolidate or merge with or into another entity (where the Corporation is not the survivor or where there is a change in or distribution with respect to the Common Stock), sell, convey, transfer or otherwise dispose of all or substantially all of its capital stock, property, assets or business to another entity, or effectuate a transaction or series of related transactions in which more than fifty percent (50%) of the voting power of the Corporation is disposed of and, (ii) in each such case, a non-interested quorum of the Board of Directors of the Corporation declares by majority determination that any such event shall be treated as a Liquidation under this paragraph. All prior transactions by the Corporation and its shareholders are ratified as not constituting any Liquidation.

Article V: Officers and Directors

Board of Directors:

The number of directors of this Corporation shall be not less than three (3) nor more than fifteen (15).

The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but shall never be less than one (1).

Members of the Board of Directors shall hold office for one (1) Calendar year or until their successors are elected or appointed and have qualified.

The following Individuals are Officers and Directors:

G. Thomas Bland, Jr. CEO (O), Chairman (D) 1150 Louisiana Ave., No. 6, Winter Park, FL 32789

Michael D. O'Donnell, President (O), Director (D) 1150 Louisiana Ave., No. 6, Winter Park, FL 32789

Meggan E. Wallander, Vice President (O), Director (D) 1150 Louisiana Ave., No. 6, Winter Park, FL 32789

Article VI: Registered Agent

The street address of the registered office of this Corporation in the State of Florida shall be 1150 Louisiana Ave. Suite 5C, Winter Park, FL 32789. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the registered agent of this Corporation at that address is Meggan E. Wallander. The Board of Directors may from time to time designate a new registered agent.



Article VII: Incorporator

G. Thomas Bland, Jr. 1150 Louisiana Ave., No. 6, Winter Park, FL 32789

Article VIII: Benefits Director

The corporation's Benefits Director shall be an Officer of the Company and shall be responsible for continually monitoring the Company's performance towards its Social Purpose(s) and shall within four months of the close of the Corporation's fiscal year, prepare and furnished a Social Purpose Report to the Board of Directors, the Company's shareholders of record and the general public, free of charge, at the corporation's principal internet web site address. The annual social purpose report shall include:

- (a) a narrative description of the ways in which the Corporation pursued it's purposes identified in Article III, and the extent to which these purposes were achieved;
- (b) any circumstances that may have hindered the Corporation from achieving the purposes in Article III;

BizLife Corporation's initial Benefits Director shall be Meggan E. Wallander, Vice President. The Benefits Director position shall be appointed by the Corporation's Board of Directors through majority vote and shall be for a period of time as described per the Board.

ARTICLE IX - DATE OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE X - INDEMNIFICATION

The Corporation shall, to the fullest extent permitted by the laws of Florida, including, but not limited to, the Florida Business Corporation Act, as the same may be amended and supplemented from time to time, indemnify any and all directors and officers of the Corporation and may, in the discretion of the Board of Directors of the Corporation, indemnify any and all other persons whom it shall have power to indemnify under said Section or otherwise under Florida law, from and against any and all of the liabilities, expenses or other matters referred to or covered by said Section. The indemnification provisions contained in the Florida Business Corporation Act shall not be deemed exclusive of any other rights of which those indemnified may be entitled under any bylaw, agreement, resolution of shareholders or disinterested directors, or otherwise. No provisions of these Articles of Incorporation are intended by the Corporation to be construed as limiting, prohibiting, denying or abrogating any of the general or specific powers or rights conferred under the Florida Business Corporation Act upon the Corporation, upon its shareholders, bondholders and security holders, or upon its directors, officers and other corporate personnel,



including, in particular, the power of the Corporation to furnish indemnification to directors, officers, employees and agents (and their heirs, executors and administrators) in the capacities defined and prescribed by the Florida Business Corporation Act and the defined and prescribed rights of said persons to indemnification as the same are conferred under the Florida Business Corporation Act."

Article XI: Effective Date

The effective Date of the Articles of Incorporation of BizLife Corporation, a Social Purpose Corporation set forth herein, shall be the date of filing these Articles with the Secretary of State of the State of Florida.

Dated this 28 day of 446 us T, 2015.

By:

G. Thomas Bland, Jr. Chief Executive Officer BizLife Corporation

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REGISTERED AGENT CERTIFICATE

In pursuance of the Florida Business Corporation Act, the following is submitted,

in compliance with said statute:

That BIZLIFE CORPORATION, with its registered office, as indicated in the

Articles of Incorporation at 1150 Louisiana Ave. Suite 6, Winter Park, State of Florida; has

named Meggan E. Wallander, located at said registered office, as its registered agent to accept

service of process and perform such other duties as are required in the State.

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the

above-named corporation at the place designated in foregoing Articles of Incorporation, the

undersigned hereby accepts such designation and appointment as registered agent and agrees to

act in such capacity. The undersigned further agrees to comply with the provisions of all statutes

relating to the proper and complete performance of his duties as registered agent, and is familiar

with and accepts the obligations of Section 607.0505 of the Florida Statutes.

Dated:

20 Hugust, 201

Meggan F. V

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