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FLORIDA PROFIT/NON PROFIT CORPORATION
AMERICAN FUNDAMENTALS COMPANY

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ARTICLES OF INCORPORATION
OF
AMERICAN FUNDAMENTALS COMPANY

{EFFECTIVE JULY 4TH, 2016}

The undersigned, acting as incorporator of a Florida company pursuant to the Florida Business Corporation Act, Chapter 607, Florida Statutes, adopts the following Articles of Incorporation for this entity and EFFECTIVE July 4th, 2016:

ARTICLE I - NAME

The name of this company shall be:

AMERICAN FUNDAMENTALS COMPANY

Such name being in conformity with Chapters 607.0401 and 607.621, Florida Statutes.

ARTICLE II - PRINCIPAL OFFICE

The initial place of business and mailing address of this P.A. shall be:

8004 NW 154th Street No. 372, Miami Lakes, Florida 33016

ARTICLE III - SHARES

The number of shares of stock that this company is authorized to have outstanding at any one time is:

One Million (1,000,000) shares
of no par value voting common stock.

All such shares are of one class and are shares of Common Stock.

Document Prepared By: Rockford Legal P.A., 8004 N.W. 154th Street No. 372, Miami Lakes, Florida 33016, (305) 798-2327, Fla. Bar # 982695

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FILED
CLERK OF DISTRICT COURT
JULY 6 2016
MIAMI

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Arnold Rockford, Esq.
Rockford Legal P.A.
8004 NW 154th Street No. 372
Miami, Florida 33016
(305) 798-2327

This agent, pursuant to Section 48.091, Florida Statutes, shall accept service of process within this State.

ARTICLE V - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Arnold Rockford, Esq.
8004 NW 154th Street No. 372
Miami, Florida 33016
(305) 798-2327

ARTICLE VI - PURPOSES

This Company is organized to conduct any and all lawful businesses purposes permitted under its Articles of Incorporation.

This Company may also do and transact any and all business as permitted under the laws of the State of Florida and the United States of America. Without limiting any of the purposes, powers, and objects of this legal entity, it is expressly declared and provided that this Company shall have power in carrying on its own businesses, or for the purpose of accomplishment of any of the purposes or attainment of the objects herein-above specified, to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the Laws of Florida upon incorporated entities, and which now or hereafter may be authorized by law.

**ARTICLE VII - SHAREHOLDERS' PREEMPTIVE RIGHTS
TO NEW ISSUES OF SHARES**

Each initial issue of share(s) of stock, immediately and within thirty (30) days upon incorporation of the Company, shall entitle the holder thereof to a preemptive future right, for a period of ninety (90) days, to subscribe for, purchase, or otherwise acquire any shares of stock of the same class of the Company or any equity and/or voting shares of stock of any class of the Company that the Company proposes to issue after such initial post-incorporation period or, similarly, any rights or options that the Company proposes to grant for the purchase of shares of stock of the same class of the Company or of equity and/or voting shares of any class of stock of the Company or for the purchase of any shares of stock, bonds, securities, or obligations of the Company that are convertible into or exchangeable for, or that carry any rights, to subscribe for, purchase, or otherwise acquire shares of stock of the same class of the Company or equity and/or voting shares of stock of any class of the Company, 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; and after the expiration of said ninety (90) days, after proposed new issue, any and all of such shares of stock, rights, options, bonds, securities, or obligations of the Company may be issued, reissued, transferred, or granted by the Board of Directors, as the case may be, to such persons, firms, Companies and associations, and for such lawful consideration, and on such terms, as the Board of Directors in its discretion may determine. As used herein, the terms "equity shares" and "voting shares" shall mean, respectively, shares of stock that confer unlimited dividend rights and shares of stock that confer unlimited voting rights in the election of one or more directors.

ARTICLE VIII- TRANSFER OF SHARES RESTRICTIONS

The Company shall restrict the transfer or registration of transfer of shares against any shareholder or a transferee of any shareholder and the restriction's existence duly noted conspicuously on the front or back of the certificate, as authorized by Chapter 607.0627, Florida Statutes. The secretary of the Company shall endorse the following legend on each share certificate prior to its delivery to a shareholder, as follows:

"The shares of stock evidenced by this certificate may not be transferred, pledged, gifted, assigned, or encumbered except in accordance with the terms of the Articles of Incorporation of the American Fundamentals Company, a Florida Corporation, and the American Fundamentals Company's shareholders by majority vote approve the transfer of any therein kind of restricted shares or corporate-ownership-interest, a copy of which is on deposit with the President of the Company."

No shareholder shall transfer, pledge, assign, gift, or encumber all or any part of their shareholdings in the Company except as provided in this Article. This restriction on the transfer or registration of transfer of shares shall be to maintain the Company's status because it is dependent on the number or identity of its shareholders, including but not limited to preserving exemptions under the Internal Revenue Service laws, as well as the close management relation between the founders of the Company, all proper to protect the Company against outside control, in accordance with Ch. 607.0627, Florida Statutes.

This Article obligates any shareholder of the Company or said shareholder's executor or other legal representative whom is desirous to dispose in any form, including and not limited to whether by sale, transfer, assignment, gift or bequest, any share or fraction of share thereof to first offer to the Company an opportunity to acquire the herein restricted shares. Should the Company decline on this right of first refusal herein granted, any shareholder of the Company or said shareholder's executor or other legal representative whom is desirous to dispose in any form, including and not limited to whether by sale, transfer, assignment, gift or bequest, any share or fraction of share thereof to first offer separately, and consecutively to each other shareholder of the Company in order of majority of shares held by such shareholder an opportunity to acquire the restricted shares, in accordance with Chapter 607.0627, Florida Statutes.

A voluntarily retiring non-founding-shareholder employee shall offer said shareholder's shares to the remaining shareholders in proportion to their respective holdings. If the remaining shareholders do not elect to buy their shares, any of the other shareholders may do so. Where no shareholder choose to acquire said aforementioned shares, these may be offered to other non founding or employee members of the Company, with the Company's approvals herein otherwise proscribed.

On the death of any non-Company-founding-shareholder, the Company shall have the first option to buy, and the executor, administrator, or personal representative of the non-Company-founding-shareholder shareholder will sell to the Company, all of the shares owned by the shareholder at the time of said shareholder's death at a reasonable book value price fixed by the Company's directors if there is no outside market.

The directors may waive any requirement that shares be offered to the Company before sale, and a majority shareholder may vote her shares to prevent the Company from making a purchase of shares under this Article.

The Company shall have the right to approve the transfer of the restricted shares, if the requirement is not manifestly unreasonable, in accordance with Chapter 607.0627, Florida Statutes.

AMERICAN FUNDAMENTALS COMPANY Articles of Inc. - July 6th, 2016

The Company, through its Board of Directors, may require that shares will not be transferred until the record holder pays all debts to the Company. The Company shall have a lien by contract according to this Article with the holder of shares indebted to the Company. The right of the Company to this lien shall be noted on the stock certificate.

The restriction on the transfer or registration of transfer of shares may prohibit the transfer of the restricted shares to designated persons or classes of persons, if the prohibition is not manifestly unreasonable, in accordance with Chapter 607.0627, Florida Statutes.

To insure or partially insure its obligation under this Article to purchase from the estate of a deceased non-Company-founding-shareholder the shares owned by such shareholder prior to their death, the Company shall purchase, and shall continue in force by timely payment of premiums, the policies of insurance covering the lives of each of the shareholders its Board of Directors so deems adequate to insure. In the event any shareholder ceases to be a shareholder of the Company or reduces their holding of the shares of the Company, by voluntary transfer or otherwise, the Company shall, as appropriate, terminate or procure a proportionate reduction in the face amount of insurance outstanding on the life of such shareholder, and in the event any shareholder increases their holding of the shares of the Company, the Company shall procure and maintain additional insurance on the life of such shareholder proportionate to the increase in the holdings of such shareholder.

In the event that a shareholder offers for sale shares whether to the Company or another shareholder under the terms of these Articles, the price of such shares shall be fixed as herein follows. The shares shall be sold/purchased at their book value determined by the net equity of the company at the time. Then an additional twelve percent (12 %) shall be paid above the previously described value determined. This shall apply only after the Company has been in existence for more than one (1) year and the shareholder has maintained their ownership in the shares for the same period. This percentage shall increase to fourteen and one-half percent (14.5 %) after two years providing that all the previous conditions described in this paragraph are observed or exist. This paragraph's terms are of no validity in the event of a complete liquidation.

ARTICLE IX - CONTROL-SHARE ACQUISITIONS

"Control shares," as used in this Article means shares that, except for this Article, would have voting power with respect to shares of this Company that, when added to all other shares of the Company owned by a person or in respect to which that person may exercise or direct the exercise of voting power, would entitle that person, immediately after acquisition of the shares, directly or indirectly, alone or as a part of a group, to exercise or direct the exercise of the voting power of the Company in the election of directors within any of the following ranges of voting power:

AMERICAN FUNDAMENTALS COMPANY Articles of Inc. – July 6th, 2016

- (a) One-fifth or more but less than one-third of all voting power,
- (b) One-third or more but less than a majority of all voting power, or
- (c) A majority or more of all voting power.

"Control-share acquisition," as used in this Article means the acquisition, directly or indirectly, by any person of ownership of, or the power to direct the exercise of voting power with respect to, issued and outstanding control shares. All shares, the beneficial ownership of which is acquired within 90 days before or after the date of the acquisition of the beneficial ownership of shares which result in a control share acquisition, and all shares the beneficial ownership of which is acquired pursuant to a plan to make a control-share acquisition shall be deemed to have been acquired in the same acquisition.

Control shares acquired in a control-share acquisition shall have the same voting rights as were accorded the shares before the control-share acquisition only to the extent granted by resolution approved by the shareholders of this Company. To be approved under this Article, the resolution must be approved by a majority of all the votes entitled to be cast by the outstanding shares, excluding all interested shares.

In the event control shares acquired in a control-share acquisition are accorded full voting rights and the acquiring person has acquired control shares with a majority or more of all voting power, all shareholders of the Company shall have dissenters' rights to receive the fair value of their shares.

The Company shall restrict the transfer or registration of transfer of shares against any shareholder or a transferee of any shareholder in accordance with this Article and the restriction's existence duly noted conspicuously on the front or back of the certificate, as authorized by Chapter 607.0627, Florida Statutes.

ARTICLE X - OBLIGATIONS TO COMPANY AS TO TRANSFER OF SHARES

In no event shall the Company sell, transfer, or otherwise dispose of any of the shares of the Company, including any shares repurchased by it pursuant to the agreement in these Articles of Incorporation, to any person or entity without such person or entity being automatically bound by all applicable parts of these Articles of Incorporation.

ARTICLE XI - POWER TO INSURE SHAREHOLDERS FOR CORPORATE BENEFIT

The Company shall have the power to provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring shares of its stock owned by the shareholder at their death or by the spouse or children of the shareholder.

ARTICLE XII - DURATION OF COMPANY

This Company shall have perpetual duration unless dissolved under law.

ARTICLE XIII - MANAGEMENT OF THE BUSINESS

The number of Directors constituting the Company's initial Board of Directors is one whose name and address is:

Arnold Rockford, Esq.
8004 N.W. 154th Street No. 372
Miami Lakes, Florida 33016

It is further provided for the management of the business and for the conduct of the affairs of the Company, and in further definition, limitation and regulation of the powers of the Company and of its directors and shareholders or any class thereof, as the case may be, as follows:

1. The management of the business and the conduct of the affairs of the Company shall be vested in its Board of Directors. The number of directors that shall constitute the whole Board of Directors shall be fixed by, or in the manner provided in, the By-Laws. The phrases "whole Board" and "total number of directors" shall be deemed to have the same meaning -to wit, the total number of directors that the Company would have if there were no vacancies. No election of directors need be by written ballot.

2. Arnold Rockford, Esq. shall be the initial Chairman of the Board, Chief Executive Officer, and President of the Company.

3. After the original or other By-Laws of the Company have been adopted, amended, or repealed, as the case may be, and after the Company has received any payment for any of its shares, the power to adopt, amend, or repeal the Company's By-Laws may be exercised by the Board of Directors of the Company.

4. Whenever the Company shall be authorized to issue only one class of share, each outstanding share shall entitle the holder thereof to notice of, and the right to vote at, any meeting of shareholders.

5. Control of the financing plans for the Company's assets and operations shall rest with the original Board of Directors and or the Company's Chief Executive Officer, who shall have authority to execute any necessary contracts or other documents in their sole discretion.

6. The Company's Chief Executive Officer shall have the authority to organize and maintain either the main operating headquarters of the Company or any other operations office, subsidiary, or other necessary operating situs infrastructure, in order to capitalize on any new financially attractive market opportunity on behalf of the Company.

ARTICLE XIV - INDEMNIFICATION OF PERSONS

The Company shall, to the fullest extent permitted by Chapter 607.0850, Florida Statutes, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said Chapter from and against any and all of the expenses, liabilities or other matters referred to in or covered by said section, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any By-law, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in their official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

The extent, amount, and eligibility for the indemnification provided herein will be made by the Board of Directors. Said determinations will be made by a majority vote to a quorum consisting of directors who were not parties to such action, suit, or proceeding or by the shareholders by a majority vote of a quorum consisting of shareholders who were not parties to such action, suit, or proceeding.

The Company is further authorized to purchase and maintain insurance for indemnification of any person as provided herein and to the extent provided under Florida law.

ARTICLE XV - AMENDMENT OF ARTICLES

From time to time any of the provisions of these Articles of incorporation for this Company may be amended, altered, or repealed, and other provisions authorized by the laws of the State of Florida at the time in force may be added or inserted in the manner and at the time prescribed by said laws, including all rights at any time conferred upon the shareholders of the Company by these Articles of Incorporation for this Company are granted subject to the provisions of this Article XV and in accordance with herein-Articles controlling the directives of the Company, as to shareholders' votes and other herein similar applicable proscriptions.

ARTICLE XVI - ORGANIZATION EXPENSE

The initial shareholders (those obtaining shares up to one year after the incorporation of this company) shall each advance the required funds, in equal shares, to pay for all expenses and legal fees incurred in organizing this Company, including legal fees for the preparation of the Articles of Incorporation of this Company. The Company will reimburse the shareholders for these expenses immediately after the Company comes into existence.

ARTICLE XVII - ARTICLES BINDING ON THIRD PERSONS

All provisions in these Articles of Incorporation are binding as a contract between the present and future shareholders and the Company, their heirs, legal representatives, successors, and assigns.

ARTICLE XVIII - SEVERABILITY


In the event that any of the terms, conditions or covenants of these Articles of Incorporation are held to be unenforceable or invalid by any court of competent jurisdiction, the validity and enforceability of the remaining provisions, or portions thereof, shall not be affected thereby and full effect and applicability shall be given to the remaining provisions.

**NOTE: THE FOLLOWING IS THE EXECUTIONS, NOTARIZATION, AND
LAST PAGE**

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AMERICAN FUNDAMENTALS COMPANY Articles of Inc. - July 6th, 2016

IN WITNESS HEREOF, I have executed these Articles of Incorporation for
AMERICAN FUNDAMENTALS COMPANY, XVIII Articles, 10 pages in total, in Miami,
Miami-Dade County, Florida on this 6th day of July, 2016, with effective date of JULY
4th, 2016.




Arnold Rockford, Esq.
Incorporator
8004 N.W. 154th Street No. 372
Miami Lakes, Florida 33016
(305) 798-2327

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ACCEPTANCE OF REGISTERED AGENT APPOINTMENT

The undersigned, having been named to accept service of process for AMERICAN
FUNDAMENTALS COMPANY at the place designated in Article IV hereof, hereby accepts
such agency and agrees to comply with the provisions of the Florida Statutes relative to keeping
open said office, with effective date of JULY 4th, 2016.



Arnold Rockford, Esq.
Rockford Legal P.A.
8004 N.W. 154th Street No. 372
Miami Lakes, Florida 33016
(305) 798-2327

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