DOMESTIC CORPORATION (78) CHARTER

I, BARBARA K. CEGAVSKE, the duly qualified and elected Nevada Secretary of State, do hereby certify that RECRUITER.COM, GROUP, INC. did, on 03/20/2020, file in this office the original Articles of Incorporation-For-Profit that said document is now on file and of record in the office of the Secretary of State of the State of Nevada, and further, that said document contains all the provisions required by the law of the State of Nevada.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on 03/20/2020.

Certificate Number: B20200320675789
You may verify this certificate online at http://www.nvsos.gov

BARBARA K. CEGAVSKE
Secretary of State
NEVADA STATE BUSINESS LICENSE
RECRIUTER.COM, GROUP, INC.

Nevada Business Identification # NV20201745507
Expiration Date: 03/31/2021

In accordance with Title 7 of Nevada Revised Statutes, pursuant to proper application duly filed and payment of appropriate prescribed fees, the above named is hereby granted a Nevada State Business License for business activities conducted within the State of Nevada. Valid until the expiration date listed unless suspended, revoked or cancelled in accordance with the provisions in Nevada Revised Statutes. License is not transferable and is not in lieu of any local business license, permit or registration.

License must be cancelled on or before its expiration date if business activity ceases. Failure to do so will result in late fees or penalties which, by law, cannot be waived.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on 03/20/2020.

Certificate Number: B20200320675790
You may verify this certificate online at http://www.nvsos.gov

BARBARA K. CEGAVSKE
Secretary of State
Business Entity - Filing Acknowledgement

03/20/2020

Work Order Item Number: W2020032000202 - 478423
Filing Number: 20200561791
Filing Type: Articles of Incorporation-For-Profit
Filing Date/Time: 03/20/2020 09:58:40 AM
Filing Page(s): 2

Indexed Entity Information:
Entity ID: E5617922020-9
Entity Name: RECRUITER.COM, GROUP, INC.
Entity Status: Active
Expiration Date: None

Commercial Registered Agent
CORPORATE CREATIONS NETWORK INC.
8275 SOUTH EASTERN AVENUE #200, Las Vegas, NV 89123, USA

The attached document(s) were filed with the Nevada Secretary of State, Commercial Recording Division. The filing date and time have been affixed to each document, indicating the date and time of filing. A filing number is also affixed and can be used to reference this document in the future.

Respectfully,

BARBARA K. CEGAVSKE
Secretary of State
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Respectfully,

[Signature]

BARBARA K. CEGAVSKE
Secretary of State
## Formation - Profit Corporation

- **NRS 78** - Articles of Incorporation Profit Corporation
- **NRS 80** - Foreign Corporation
- **NRS 89** - Articles of Incorporation Professional Corporation

### 78A Formation - Close Corporation

(If the entity is a close corporation, it must appear in the below heading)

#### Articles of Formation of a close corporation (NRS 78A)

**1. Name of Entity:**

(If foreign, name in home jurisdiction)

**RECRUITER.COM, GROUP, INC.**

**2. Registered Agent for Service of Process:**

(Check only one box)

- **Commercial Registered Agent (name only below)**
- **Noncommercial Registered Agent (name and address below)**
- **Office or position with Entity (title and address below)**

**CORPORATE CREATIONS NETWORK INC.**

Name of Registered Agent OR Title of Office or Position with Entity

**8275 SOUTH EASTERN AVENUE #200**

Las Vegas, Nevada 89123

**Street Address**

City

**Mailing Address (If different from street address)**

City

**3. Governing Board:**

(NRS 78A, close corporation only, check one box; if yes, complete article 4 below)

- This corporation is a close corporation operating with a board of directors
- Yes OR No

**4. Names and Addresses of the Board of Directors/Trustees or Stockholders**

(NRS 78: Board of Directors/Trustees is required.

NRS 78a: Required if the Close Corporation is governed by a board of directors.

NRS 89: Required to have the Original stockholders and directors. A certificate from the regulatory board must be submitted showing that each individual is licensed at the time of filing. See instructions)

1) **Miles Jennings**

   **Name**

   **100 Waugh Drive, Suite 300**

   Houston, TX 77007

2) **Evan Sohn**

   **Name**

   **100 Waugh Drive, Suite 300**

   Houston, TX 77007

3) **Timothy O’Rourke**

   **Name**

   **100 Waugh Drive, Suite 300**

   Houston, TX 77007

4) **Wallace Ruiz**

   **Name**

   **100 Waugh Drive, Suite 300**

   Houston, TX 77007

**5. Jurisdiction of Incorporation:**

(NRS 80 only)

**5a. Jurisdiction of incorporation:**

**5b. I declare this entity is in good standing in the jurisdiction of its incorporation.**
6. Benefit Corporation:
(For NRS 78, NRS 78A, and NRS 89, optional. See instructions.)

By selecting “Yes” you are indicating that the corporation is organized as a benefit corporation pursuant to NRS Chapter 78B with a purpose of creating a general or specific public benefit. The purpose for which the benefit corporation is created must be disclosed in the below purpose field.

<table>
<thead>
<tr>
<th>Yes</th>
</tr>
</thead>
</table>

7. Purpose/Profession to be practiced:
(Required for NRS 80, NRS 89 and any entity selecting Benefit Corporation. See instructions.)

All lawful Purposes

8. Authorized Shares:
(Number of shares corporation is authorized to issue)

<table>
<thead>
<tr>
<th>Number of common shares with Par value: 250000000.0</th>
<th>Par value: $ 0.0001</th>
</tr>
</thead>
<tbody>
<tr>
<td>Number of preferred shares with Par value: 10000000.0</td>
<td>Par value: $ 0.0001</td>
</tr>
</tbody>
</table>

Number of shares with no par value: 0

If more than one class or series of stock is authorized, please attach the information on an additional sheet of paper.

9. Name and Signature of: Officer making the statement or Authorized Signer for NRS 80.
Name, Address and Signature of the Incorporator for NRS 78, 78A, and 89. NRS 89 - Each Organizer/Incorporator must be a licensed professional.

Miles Jennings

United States

Country

100 Waugh Drive, Suite 300

Houston

TX

77007

City

State

Zip/Postal Code

X Miles Jennings

(attach additional page if necessary)

AN INITIAL LIST OF OFFICERS MUST ACCOMPANY THIS FILING

Please include any required or optional information in space below:

(attach additional page(s) if necessary)
Initial List Of Officers, Managers, Members, General Partners, Managing Partners, or Trustees:

RECRUITER.COM, GROUP, INC.

NAME OF ENTITY

TYPE OR PRINT ONLY - USE DARK INK ONLY - DO NOT HIGHLIGHT

IMPORTANT: Read instructions before completing and returning this form.

Please indicate the entity type (check only one):

- Corporation
- This corporation is publicly traded, the Central Index Key number is: 
- Nonprofit Corporation (see nonprofit sections below)
- Limited-Liability Company
- Limited Partnership
- Limited-Liability Partnership
- Limited-Liability Limited Partnership (if formed at the same time as the Limited Partnership)
- Business Trust

Additional Officers, Managers, Members, General Partners, Managing Partners, Trustees or Subscribers, may be listed on a supplemental page.

CHECK ONLY IF APPLICABLE

Pursuant to NRS Chapter 76, this entity is exempt from the business license fee.
- 001 - Governmental Entity
- 006 - NRS 680B.020 Insurance Co, provide license or certificate of authority number

For nonprofit entities formed under NRS chapter 80: entities without 501(c) nonprofit designation are required to maintain a state business license, the fee is $200.00. Those claiming and exemption under 501(c) designation must indicate by checking box below.
- Pursuant to NRS Chapter 76, this entity is a 501(c) nonprofit entity and is exempt from the business license fee.
Exemption Code 002

For nonprofit entities formed under NRS Chapter 81: entities which are Unit-owners’ association or Religious, Charitable, fraternal or other organization that qualifies as a tax-exempt organization pursuant to 26 U.S.C § 501(c) are excluded from the requirement to obtain a state business license. Please indicate below if this entity falls under one of these categories by marking the appropriate box. If the entity does not fall under either of these categories please submit $200.00 for the state business license.
- Unit-owners’ Association
- Religious, charitable, fraternal or other organization that qualifies as a tax-exempt organization pursuant to 26 U.S.C. § 501(c)

For nonprofit entities formed under NRS Chapter 82 and 80: Charitable Solicitation Information - check applicable box

Does the Organization intend to solicit charitable or tax deductible contributions?
- No - no additional form is required
- Yes - the "Charitable Solicitation Registration Statement" is required.
- The Organization claims exemption pursuant to NRS 82A 210 - the "Exemption From Charitable Solicitation Registration Statement" is required

**Failure to include the required statement form will result in rejection of the filing and could result in late fees.**
## Officers, Managers, Members, General Partners, Managing Partners or Trustees:

<table>
<thead>
<tr>
<th>CORPORATION, INDICATE THE DIRECTOR:</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Miles Jennings</strong></td>
<td><strong>USA</strong></td>
</tr>
<tr>
<td>Name</td>
<td></td>
</tr>
<tr>
<td>100 Waugh Drive, Suite 300</td>
<td>Houston</td>
</tr>
<tr>
<td>Address</td>
<td>TX 77007</td>
</tr>
<tr>
<td><strong>CORPORATION, INDICATE THE DIRECTOR:</strong></td>
<td></td>
</tr>
<tr>
<td><strong>Evan Sohn</strong></td>
<td><strong>USA</strong></td>
</tr>
<tr>
<td>Name</td>
<td></td>
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<tr>
<td><strong>Timothy O’Rourke</strong></td>
<td><strong>USA</strong></td>
</tr>
<tr>
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<td></td>
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<td>Address</td>
<td>TX 77007</td>
</tr>
<tr>
<td><strong>CORPORATION, INDICATE THE PRESIDENT:</strong></td>
<td></td>
</tr>
<tr>
<td><strong>Douglas Roth</strong></td>
<td><strong>USA</strong></td>
</tr>
<tr>
<td>Name</td>
<td></td>
</tr>
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<td><strong>USA</strong></td>
</tr>
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<td></td>
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<td>Houston</td>
</tr>
<tr>
<td>Address</td>
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</table>

None of the officers and directors identified in the list of officers has been identified with the fraudulent intent of concealing the identity of any person or persons exercising the power or authority of an officer or director in furtherance of any unlawful conduct.

I declare, to the best of my knowledge under penalty of perjury, that the information contained herein is correct and acknowledge that pursuant to NRS 239.330, it is a category C felony to knowingly offer any false or forged instrument for filing in the office of the Secretary of State.

X  Jenisa Irizarry

Signature of Officer, Manager, Managing Member, General Partner, Managing Partner, Trustee, Member, Owner of Business, Partner or Authorized Signer

**Authorized Signer** 03/20/2020

UNSIGNED
Business Entity - Filing Acknowledgement

03/20/2020

Work Order Item Number: W2020032000215 - 478439
Filing Number: 20200561807
Filing Type: Amended List
Filing Date/Time: 03/20/2020 10:09:19 AM
Filing Page(s): 3

Indexed Entity Information:

Entity ID: E5617922020-9
Entity Name: RECRUITER.COM, GROUP, INC.
Entity Status: Active
Expiration Date: None

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Respectfully,

BARBARA K. CEGAVSKE
Secretary of State
Annual or Amended List and State Business License Application

ANNUAL ☐  AMENDED  (check one)

List of Officers, Managers, Members, General Partners, Managing Partners, Trustees or Subscribers:

RECRUITER.COM, GROUP, INC.

NAME OF ENTITY

NC20201745507

Entity or Nevada Business Identification Number (NVID)

TYPE OR PRINT ONLY - USE DARK INK ONLY - DO NOT HIGHLIGHT

IMPORTANT: Read instructions before completing and returning this form.

Please indicate the entity type (check only one):

☑ Corporation

☐ This corporation is publicly traded, the Central Index Key number is:

☐ Nonprofit Corporation (see nonprofit sections below)

☐ Limited-Liability Company

☐ Limited Partnership

☐ Limited-Liability Partnership

☐ Limited-Liability Limited Partnership

☐ Business Trust

☐ Corporation Sole

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CHECK ONLY IF APPLICABLE

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page 1 of 3
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100 Waugh Drive, Suite 300  
Address:  
City: Houston  
State: TX  
Zip/Postal Code: 77007  
Country: USA |
| **Evan Sohn**  
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Name:  
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Address:  
City: Houston  
State: TX  
Zip/Postal Code: 77007  
Country: USA |
| **CORPORATION, INDICATE THE CEO:** |
| **Miles Jennings**  
Name:  
100 Waugh Drive, Suite 300  
Address:  
City: Houston  
State: TX  
Zip/Postal Code: 77007  
Country: USA |
| **CORPORATION, INDICATE THE EX CHAIRMAN & PRESIDENT:** |
| **Evan Sohn**  
Name:  
100 Waugh Drive, Suite 300  
Address:  
City: Houston  
State: TX  
Zip/Postal Code: 77007  
Country: USA |
| **CORPORATION, INDICATE THE CHIEF TECH OFFICER:** |
| **Ashley Saddul**  
Name:  
100 Waugh Drive, Suite 300  
Address:  
City: Houston  
State: TX  
Zip/Postal Code: 77007  
Country: USA |
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