

**FRIENDS OF THE AFRICAN UNION
PHILADELPHIA SMARTWISE COALITION**

BLACK FOLKS PLAN



**Black Male Community Council
Of Philadelphia**

Bainbridge Group Incubator Project



PROJECT BOOTS ON THE GROUND

PROPOSAL – PROJECT BOOTS ON THE GROUND



Needs Analysis:

It is obvious that the national economic downturn, although seemingly now moving forward, has devastated many communities. Such has been the fate of Nicetown. This is the area immediately northwest of North Philadelphia and just below. Like many neighborhoods in Philadelphia, Nicetown at one time was a thriving center of industry, home to large manufacturers such as the Budd Company, Midvale Steel, Tastykake Baking and the Brown Instrument Company. The workers at these companies lived in the surrounding community of modest housing. In the 1900's, Philadelphia, like other US "Rust Belt" cities, slowly started to change from an industrial city to a post-industrial city. The neighboring Nicetown community experienced a brief urban gentrification lift, only to experience a sharp decline in housing prices coinciding with the national meltdown in housing prices. Today, there are still pockets of stable blocks of homes scattered throughout, with most of the large houses divided into apartments occupied by transient tenants. Thus, part of the mission of the Nicetown Community Development Corporation is to assist in the stabilization of the community by providing quality housing, business development and social service delivery to economically stressed residents.

In a joint venture with Universal Community Homes, the Nicetown Community Development Corporation has constructed its first low- income housing tax credit project- Nicetown Court I. This \$15 million mixed-use project (located in the 4300 block of Germantown Avenue) has yielded 37 affordable rental units, and 4,000 square feet of commercial space on the street level. The project has proven to be the catalyst to revitalization in Nicetown, and has already leveraged additional investment in the community. Nicetown Court II, a \$20 million development of 50 affordable homes, and 6,000 square feet of commercial space is presently under construction. A recent community meeting had five hundred attendees wishing to occupy these fifty homes.

However, the Nicetown Community Development Corporation (NTCDC) is well aware that a community is more than "bricks and mortar"; thus projects that emanate a feeling of "common unity" have been utilized to effectuate a bonding of residents in Nicetown. Nothing has a more stabilizing effect on communities than stable employment of the residents

As with many large-city school systems, the Philadelphia School District has systematically failed to educate its students, as a result, many young people, and especially people of color, leave school without a proper education. Pennsylvania Center for Workforce Information and Analysis, Nicetown is centralized in a matrix of census tracts that have the highest unemployment rates in Philadelphia. Therefore NTCDC has enlisted The Black Male Community of Philadelphia as its Human Service Arm. BMCCP is made up of community leader and human service administrator, to develop a program of pre-employment training to administrate to community residents, especially dislocated workers, formerly incarcerated, and those who have never been employed, to provide these residents with skills that will render them work-ready.



Project Boots On The Ground

The Black Male Community Council of Philadelphia (BMCCP), in cooperation with the Nicetown CDC, would like to present Project Boots On The Ground. Project Boots On The Ground is a multifaceted response to the many needs of our Returning Citizen, Veterans, and Youth at Risk in the Black Community who need a helping hand. There are a number of essentials including employment, family reunification and education that stabilize individuals and make communities more secure. The Black Male Community Council of Philadelphia has through Project Boots On The Ground designed a platform of services that are designed to speak to the basic requirements of success.

The fundamental principle of Project Boots On The Ground is that in order to save the Black Community, we must provide the men and women of the Black Community with the help they need to grow and develop the necessary skills to provide for their selves and their families. We also believe that every child has a constitutional and biological right to have access to both of its parents. We acknowledge the rights of the child by serving the parents. Project Boots On The Ground addresses these issues through family reunification, education, employment and entrepreneurial opportunities. We all know that the family is the cornerstone of any thriving society. As such, Project Boots On The Ground will provide integrated human services to help strengthen the people we serve and their families as well.



Program Process and Methodology:

Criteria for Enrollment

- All participants must read on an 8th grade level – (math equivalency)
- 18 & older
- Philadelphia resident
- Child clearance
- Preference-Non Violence Offenders
- 3/year and under engagement
- Self-motivated – (assessment & interview determinant)

Recruitment

- Structural Recruitment
 1. Probation & Parole - CTC Dorothy Johnson Speight
 2. F.A.C.T. CTC Ron Waters
 3. NiceTown CDC – CTC Zakariyya Rahman
- Community Outreach
 1. Program Recruiters

Assessment

- External Criteria
 1. Referring agencies will forward assessment of each participant
- Program Criteria
 1. Project Boots On The Ground will assess each participant
 2. Project Boots On The Ground will TABE test each participant

Goals

- Enrollment – 200/yearly – 4 Cohorts @ 50 per Cohort - 100%
- Work Participation Rate – 85%
- Program Completion - 75%
- Job Placement – 65%
- Retention – 50%

Objectives

- Provide an increase in the participants options for success
- Enable the participants to increase his opportunities through educational advancement, self-sufficiency and personal goal attainment.
- Provide tools that address social and family re- integration.
- Increase awareness of the participant's value to their community.



Scope of Services

Program Courses

Character Re-Construction: Training is designed to thrust a participant into a process of self-analysis and self-discovery that is needed to achieve successful and healthy relationships with self, family and their children.

This process requires that a participant expose harmful character deficiencies, acknowledge and continue to implement real characteristics and works feverously to transform that “Hunger Void” with the necessary knowledge needed to achieve successful outcomes.

Academic Advancement: Courses are designed to enhance reading, writing and math skills and assist participants with obtaining a high school equivalency or raising their basic skills. These services will prepare participants with the foundational skills and knowledge necessary to take full advantage of employment readiness, vocational and entrepreneurship training.

Computer Literacy: These classes are an introduction into the use of computers as a tool for creativity, communication, organization, and self-marketing outreach. In addition this course will emphasize the ethical use of computers and all forms of social media communication technology.

Financial Literacy: Will provide the knowledge and skills to manage one’s financial resources effectively for lifetime financial security. Making effective financial decisions and understanding how to manage money are skills critical to enjoying a secure financial future. These financial literacy workshops will focus on three subjects: personal banking, credit and budgeting.

Entrepreneur and Career Development: Participants will be given tools, techniques and training in business development through a business mentorship program. These workshops will teach hands-on learning experiences that involve developing knowledge of entrepreneurship concepts, such as critical and creative thinking skills, practical business skills, and professional mentoring that can be applied immediately.

Job Preparation and Readiness: Job preparation workshops will provide training to prepare the participant to enter the workforce as a productive, responsible employee. Workshop topics include:

- Career goal planning
- Resume and cover letter writing
- Organizing and managing job search strategies
- Dressing for Success techniques
- Interview techniques and post-interview follow-up
- Filling out a job application on-line and written
- Successful workforce ethics
- Becoming a Valued Employee
- Successful networking
- Job and career fair preparation
- Verbal and non-verbal communication



- **Child Support Education:** Workshops are design to encourage participant to take responsibility for establishing and maintaining support for their children. Also included are strategies to help navigate the Family Court system.
- **Domestic Abuse Awareness:** Participants will engage in intense workshops to reveal and expose patterns of behavior that hurt and victimize their partners. The workshops will teach conflict resolution, emotional intelligence and effective communication skills.
- **Addiction & Recovery Awareness:** Is designed to dispel myths about addiction and the process that leads to the road of recovery. These workshops will take an in-depth look at how addiction devastates the lives of our children, families, and communities.
- **Responsible Parenting:** These workshops take a thorough look at the responsibilities that fathers and mothers have for their children including the need for love, guidance, discipline, emotional bonding and financial support. It further reveals the need to give a positive example of dignity and respect for the family.
- **Personal Growth and Professional Mentoring:** Mentoring is a supportive and inspirational relationship based on trust and mutual respect, benefitting both individuals. Mentors share their experience to encourage and assist individuals on how to embrace their inner power and actualize their full potential to change their lives.
- **Active Community Volunteerism:** This phase of the program provides participants with a platform to volunteer as a positive presence in the community. We recognize that each volunteer possesses a wealth of personal resources, talents, professional training, and life experiences. This engaging form of leadership and mentoring provides the participant of the program with the opportunity to change or reinforce their image with their children, families and community.
- **Health & Wellness Awareness:** These informative workshops are design to promote healthy lifestyle choices to maximize the physical, mental and spiritual well-being of the participant. The program will also conduct health & wellness events which will feature free eye examines, nutrition information, fitness conditioning, and varies health screenings such as cholesterol testing, blood pressure screenings and the diabetes risk test.
- **Fatherhood and Motherhood Methodology:** Our organization teaches that we are committed to each other for life and share common goals and aspirations. We are bonded by our sense of belonging, teaches fathers and mothers that they must be united and stands together for the good of our children, families, communities and country.



Program Services:

Intensive Case Management: Is a collaborative process of assessment, evaluation, planning, monitoring, and advocacy that provides options and services to meet an individual's and family's comprehensive needs. Case managers will play a pivotal role in coordinating required services across the human service system, build trusting and productive relationships that provides the support and resources that the participate needs to achieve goals, stabilize their life and improve their quality of life.

Advocacy and Transitional Services: Advocates work as a liaison with other professionals, social and human service agencies to assist and ascertain what is in the best interest of the participants, family and especially the children. Our advocate have the skills, knowledge, and experience to ensure that an individual's rights and options are upheld and strives to reach acceptable and beneficial outcomes for all parties involved.

Family Reconciliation and Counseling Services: FRACS is designed to help families find solutions, achieve reconciliation, and strengthen the family unit. Services consist of intake/assessment, individual and family counseling and family preservation services referrals.

Wardrobe Styling and Grooming: Is designed to offer a working wardrobe to assist individuals who need appropriate professional attire to look their best on job interviews or at new jobs. WSG will also provide informative workshops to build confidence and improve the image of our participants.

Career and Job Placement: This service is designed to create career and job opportunities for participants by identifying and soliciting commitments from possible sources of employment and connecting participants with those companies.

Revenue Generating Operations/Job Specific Skills Training: This service will provide entrepreneurial opportunities for participants with a Beautician and Barber School, Vendors Apprenticeship Program, Family Working Wardrobe and Boutique. In addition Project Boots On The Ground will provide a Legal Service Assessment Program, and a Credit Repair Program for participants and community.

Employee Retention Strategist: Employee retention strategist provide support and tracks a participant's progress after he or she becomes employed. Employee retention strategist collaborates with participants to become a valued employee, practice excellent workplace ethics and generate the ability to maintain steady employment.

Members of Integrity, Commitment & Success "MICS" is dedicated to maintaining an ongoing forum for the exchange of ideas and insights related to all aspects of participant service.



This commitment results in the development of information; techniques and services that help members identify and meet today's challenges.

BMCCP - UPLIFT PROJECT MASTER BUDGET 2020

DESCRIPTION	PROJECTIONS 2020	ACTUALS	COMMENTS
ADMINISTRATION OPERATIONS			
STAFF			
Executive Director	70,000		
Program Director	60,000		
Executive Administrative Assistant	45,000		
Chief Innovation Officer/Procurement Officer	55,000		
Director of Outreach	45,000		
Data Clerk/Receptionist (1)	35,000		
Case Management Coordinator	50,000		
Case Managers (3)	120,000		
Job Developer (2)	80,000		
Program Recruiters/Retention Officers (2)	70,000		
FICA	220,500		
Part Time Consultants (1099)			
P/T Instructors @ 30.00 per hr. per year (6)	187,200		
P/T Organizational/Program Developers (3)	90,000		
Professional Services			
Legal - 1000/month retainer	12,000		
IT Systems Developer/Maintenance	15,000		
Promotion & Marketing	50,000		
ADMINISTRATION OPER. TOTAL	1,204,700		

BMCCP - UPLIFT PROJECT MASTER BUDGET 2020

DESCRIPTION	PROJECTIONS 2020	ACTUALS	COMMENTS
PROGRAM OPERATIONS			
Facility Rental Fees			
\$25 per sq ft x 21000 sq ft	525,000		
Utilities/Phones/Cable			
Electric @ 1,500 mth x 12 mths	18,000		
Gas @ 1,500 mth x 12 mths	18,000		
Water @ 450 mth x 12 mths	5,400		
Phone/Cable @ 1,000 mth x 12 mths	12,000		
Supportive Services 200 Partic. @ \$800	160,000		
Trans passes 200 @ \$97.00 @ 13 mths	252,200		
Uniforms 200 @ \$200	40,000		
School Supplies 200 @ \$300	60,000		
Office Supplies			
Paper, Pens, Computer Ink & etc	20,000		
Copies Machine/Fax (3)	45,000		
Postal Machine	5,000		

BMCCP - UPLIFT PROJECT MASTER BUDGET 2020

DESCRIPTION	PROJECTIONS 2020	ACTUALS	COMMENTS
Equipment			
Computers 50 @ \$1,200 Partic./Staff	60,000		
Computer Chairs @ \$100 (50)	5,000		
Computer Desk @ \$200 per (50)	10,000		
Smart Boards @\$3,500 (8)	28,000		
Flat Screen 50" TV @ \$700 (8)	5,600		
Tables 6x8 @ \$300 per (40)	12,000		
Office Furniture	24,000		
PROGRAM OPERATOPNS TOTAL	1,305,200		
Industry Specific Training Modules/RGO's			
Vending Apprenticeship Program			
Auto Body & Auto Mechanic			
Landscaping			
Recycle Tire Program			
Silk Screening Training Program			
Security Training Program			
Construction Apprenticeship Program			
Culinary & Waite Staff			
Comcast Installers			
Training Modules (9)@ \$8K @ 100 Participants	7,200,000		

BMCCP - UPLIFT PROJECT MASTER BUDGET 2020

DESCRIPTION	PROJECTIONS 2020	ACTUALS	COMMENTS
Training/RGO Storefront			
Working Style Wardrobe/Beauty Salon/Boutique			
Training Module (1) 100 Participants @ 8K	800,000		
Operating Cost	100,000		
INDUSTRY SPEC. TRAIN.TOTAL	8,100,000		
SUB TOTAL	10,609,900		
20% Administrative Cost	2,121,980		
GRAND TOTAL	\$12,731,880.00		

BMCCP - UPLIFT PROJECT MASTER BUDGET 2020

POTENTIAL FUNDING SOURCES			
Black Folks Plan For Philadelphia CBA, Truist Bank			
Federal			
Department of Justice			
Department of Labor			
Department of Health			
Department of Public Welfare			
State			
Department of Labor			
Department of Corrections			
CTC State Rep. Stephen Kinsey			
City			
Managing Director Office			
Private Sector			
645 Ventures			
CTC Lenore Champagne Bierne			
Qme Solutions			

BMCCP- UPLIFT PROJECT BUDGET MASTER 2021

DESCRIPTION	PROJECTIONS 2021	ACTUALS	COMMENTS
ADMINISTRATION OPERATIONS			
STAFF			
Executive Director	70,000		
Program Director	60,000		
Executive Administrative Assistant	45,000		
Chief Innovation Officer/Procurement Officer	55,000		
Director of Outreach	45,000		
Data Clerk/Receptionist (1)	35,000		
Case Management Coordinator	50,000		
Case Managers (4)	160,000		
Job Developer (2)	80,000		
Program Recruiters/Retention Officers (2)	70,000		
FICA	234,500		
Part Time Consultants (1099)			
P/T Instructors @ 30.00 per hr. per year (6)	187,200		
P/T Organizational/Program Developers (3)	90,000		
Professional Services			
Legal - 1000/month retainer	12,000		
IT Systems Developer/Maintenance	15,000		
Promotion & Marketing	50,000		
ADMINISTRATION TOTAL	1,258,700		

BMCCP- UPLIFT PROJECT BUDGET MASTER 2021

DESCRIPTION	PROJECTIONS 2021	ACTUALS	COMMENTS
PROGRAM OPERATIONS			
Facility Rental Fees			
\$25 per sq ft x 21000 sq ft	525,000		
Utilities/Phones/Cable			
Electric @ 1,500 mth x 12 mths	18,000		
Gas @ 1,500 mth x 12 mths	18,000		
Water @ 450 mth x 12 mths	5,400		
Phone/Cable @ 1,000 mth x 12 mths	12,000		
Supportive Services 225 Partic. @ \$800	180,000		
Trans passes 225 @ \$97.00 @ 13 mths	283,725		
Uniforms 225 @ \$200	45,000		
School Supplies 225 @ \$300	67,500		
Office Supplies			
Paper, Pens, Computer Ink & etc	25,000		
Copies Machine/Fax (3)	45,000		
Postal Machine	5,000		
PROGRAM OPERATIONS TOTAL	1,229,625		

BMCCP- UPLIFT PROJECT BUDGET MASTER 2021

DESCRIPTION	PROJECTIONS 2021	ACTUALS	COMMENTS
Industry Specific Training Modules/RGO's			
Vending Apprenticeship Program			
Auto Body & Auto Mechanic			
Landscaping			
Recycle Tire Program			
Silk Screening Training Program			
Security Training Program			
Construction Apprenticeship Program			
Culinary & Waite Staff			
Comcast Installers			
Training Modules (9)@ \$8K @ 100 Participants	7,200,000		
Training/RGO Storefront			
Working Style Wardrobe/Beauty Salon/Boutique			
Training Module (1) 100 Participants @ 8K	800,000		
Operating Cost	100,000		
INDU. SPECIFIC TRAIN.TOTAL	8,100,000		
SUBTOTAL	10,588,325		
20% Administrative Cost	2,117,665		
GRAND TOTAL	\$12,705,990.00		

BMCCP -UPLIFT PROJECT MASTER BUDGET 2022

DESCRIPTION	PROJECTIONS 2022	ACTUALS	COMMENTS
ADMINISTRATION OPERATIONS			
STAFF			
Executive Director	70,000		
Program Director	60,000		
Executive Administrative Assistant	45,000		
Chief Innovation Officer/Procurement Officer	55,000		
Director of Outreach	45,000		
Data Clerk/Receptionist (2)	70,000		
Case Management Coordinator	50,000		
Case Managers (4)	160,000		
Job Developer (3)	120,000		
Program Recruiters/Retention Officers (4)	140,000		
FICA	287,000		
Part Time Consultants (1099)			
P/T Instructors @ 30.00 per hr. per year (6)	187,200		
P/T Organizational/Program Developers (3)	90,000		
Professional Services			
Legal - 1000/month retainer	12,000		
IT Systems Developer/Maintenance	15,000		
Promotion & Marketing	50,000		
ADMINISTRATION TOTAL	1,456,200		

BMCCP -UPLIFT PROJECT MASTER BUDGET 2022

DESCRIPTION	PROJECTIONS 2022	ACTUALS	COMMENTS
PROGRAM OPERATIONS			
Facility Rental Fees			
\$25 per sq ft x 21000 sq ft	525,000		
Utilities/Phones/Cable			
Electric @ 1,500 mth x 12 mths	18,000		
Gas @ 1,500 mth x 12 mths	18,000		
Water @ 450 mth x 12 mths	5,400		
Phone/Cable @ 1,000 mth x 12 mths	12,000		
Supportive Services 275 Partic. @ \$800	220,000		
Trans passes 225 @ \$97.00 @ 13 mths	375,375		
Uniforms 275 @ \$200	55,000		
School Supplies 275 @ \$300	82,500		
Office Supplies			
Paper, Pens, Computer Ink & etc	30,000		
Copies Machine/Fax (3)	45,000		
Postal Machine	5,000		
PROGRAM OPERATIONS TOTAL	1,391,275		

BMCCP -UPLIFT PROJECT MASTER BUDGET 2022

DESCRIPTION	PROJECTIONS 2022	ACTUALS	COMMENTS
Industry Specific Training Modules/RGO's			
Vending Apprenticeship Program			
Auto Body & Auto Mechanic			
Landscaping			
Recycle Tire Program			
Silk Screening Training Program			
Security Training Program			
Construction Apprenticeship Program			
Culinary & Waite Staff			
Comcast Installers			
Training Modules (9)@ \$8K @ 100 Participants	7,200,000		
Training/RGO Storefront			
Working Style Wardrobe/Beauty Salon/Boutique			
Training Module (1) 100 Participants @ 8K	800,000		
Operating Cost	100,000		
INDU. SPECIFIC TRAIN.TOTAL	8,100,000		
SUBTOTAL	10,947,475		
20% Administrative Cost	2,189,495		
GRAND TOTAL	\$13,136,970.00		

NICETOWN CDC

Revenue Sources:	Amount:	
Contracts:		
DHCD/NAC	\$	95,000.00
Supportive Services	\$	60,000.00
Land Care/Maintenance	\$	100,000.00
Neighborhood Energy Center	\$	19,000.00
City CDC Tax Credit Program	\$	100,000.00
Total Contracts	\$	374,000.00
Other Income:		
Rents	\$	107,603.00
Fundraising Events	\$	50,000.00
NTCDC LLC/Corridor Cleaning Program	\$	35,000.00
Developer Fees/Rebuild	\$	100,000.00
Total Other Income:	\$	292,603.00
Total Revenue (Contracts & Other Income)		\$ 666,603.00
Personnel Expenses:		
	Personnel	
	Salary	Fringe
Pres/CEO	\$ 100,000.00	\$ 10,000.00
COO	\$ 65,000.00	\$ 6,500.00
NAC Coordinator (FT)	\$ 35,000.00	\$ 3,500.00
Outreach & Data Coordinator (PT)	\$ 16,640.00	\$ 1,600.00
Community Organizer (PT)	\$ 14,820.00	\$ 1,480.00
Supportive Services Coordinator	\$ 25,000.00	\$ 2,500.00
Secretary/Bookkeeper	\$ 40,000.00	\$ 4,000.00
Total Salary	\$ 296,460.00	
Total Fringe		\$ 29,580.00
Total Personnel Expenses:		\$ 326,040.00
Operating Expenses:		
NTCDC	\$	170,200.00
NTCDC/NAC	\$	22,000.00
Land Care/Maintenance	\$	80,000.00
Total Operating Expenses:	\$	272,200.00
Total Expenses: (Operating & Personnel)		\$ 598,240.00
Total Balance/Reserve		\$ 68,363.00

**NICETOWN COMMUNITY DEVELOPMENT CORPORATION
AND SUBSIDIARY**

CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2018

**NICETOWN COMMUNITY DEVELOPMENT CORPORATION
AND SUBSIDIARY
CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2018**

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
Nictown Community Development Corporation and Subsidiary
Philadelphia, Pennsylvania

We have audited the accompanying consolidated financial statements of **NICETOWN COMMUNITY DEVELOPMENT CORPORATION AND SUBSIDIARY** (a nonprofit organization), which comprise the consolidated statement of financial position as of December 31, 2018, and the related consolidated statements of activities, functional expenses and cash flows for the year then ended, and the related notes to the consolidated financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of **NICETOWN COMMUNITY DEVELOPMENT CORPORATION AND SUBSIDIARY** as of December 31, 2018, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Report on Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The consolidating statement of financial position and consolidating statement of activities on pages 15-16 are presented for purposes of additional analysis and are not a required part of the consolidated financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the consolidated financial statements as a whole.

Hart, Flanagan & Co., PC.

Maple Shade, New Jersey
December 12, 2019

**NICETOWN COMMUNITY DEVELOPMENT CORPORATION AND SUBSIDIARY
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
DECEMBER 31, 2018**

ASSETS

Cash	\$ 293,068
Contracts and grants receivable	52,703
Prepaid expenses	2,500
Property and equipment, net	<u>208,423</u>
 Total Assets	 <u><u>\$ 556,694</u></u>

LIABILITIES AND NET ASSETS

Accounts payable and accrued expenses	\$ 18,915
Line of credit	50,000
Loan payable	59,241
Security deposits	<u>10,000</u>
 Total Liabilities	 <u>138,156</u>

NET ASSETS

Without donor restrictions	<u>418,538</u>
Total Net Assets	<u>418,538</u>
 Total Liabilities and Net Assets	 <u><u>\$ 556,694</u></u>

**NICETOWN COMMUNITY DEVELOPMENT CORPORATION AND SUBSIDIARY
CONSOLIDATED STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED DECEMBER 31, 2018**

REVENUE AND SUPPORT

Grant and contract income	\$	305,888
Contributions		39,991
Fundraising events		19,600
Rental income		143,032
Resident services income		65,066
Miscellaneous income		41,317
		614,894
Total revenue and support		614,894

EXPENSES

Program services		348,556
		348,556
<u>Support services</u>		
Administrative and general		145,950
Fundraising		63,750
Direct benefit to donors		34,998
Total support services		244,698
Total expenses		593,254
Change in net assets		21,640
Net assets, beginning of year		396,898
Net assets, end of year	\$	418,538

The accompanying notes are an integral part of these consolidated financial statements.

NICETOWN COMMUNITY DEVELOPMENT CORPORATION AND SUBSIDIARY
CONSOLIDATED STATEMENT OF FUNCTIONAL EXPENSES
FOR THE YEAR ENDED DECEMBER 31, 2018

	Program Services	Supportive Services			Total Support Services	Total Expenses
		Administrative and General	Fundraising	Direct benefit to Donors		
Payroll	\$ 130,816	\$ 57,500	\$ 32,500	\$ -0-	\$ 90,000	\$ 220,816
Payroll taxes	12,574	5,527	3,124	-0-	8,651	21,225
Employee benefits	14,314	6,291	3,556	-0-	9,847	24,161
Advertising	1,398	615	347	-0-	962	2,360
Entertainment	-0-	-0-	-0-	9,017	9,017	9,017
Equipment rental	2,133	-0-	-0-	25,981	25,981	28,114
Insurance	19,629	8,628	4,877	-0-	13,505	33,134
Interest	-0-	11,066	-0-	-0-	11,066	11,066
Miscellaneous	11,755	5,167	2,921	-0-	8,088	19,843
Office expense	26,555	11,672	6,597	-0-	18,269	44,824
Other expense	2,455	1,079	610	-0-	1,689	4,144
Professional fees	-0-	8,712	-0-	-0-	8,712	8,712
Program expenses	21,810	-0-	-0-	-0-	-0-	21,810
Property management	48,566	-0-	-0-	-0-	-0-	48,566
Rent	21,061	9,257	5,232	-0-	14,489	35,550
Repairs and maintenance	5,267	1,756	-0-	-0-	1,756	7,023
Scholarships/sponsorships	2,800	-0-	-0-	-0-	-0-	2,800
Taxes	830	-0-	-0-	-0-	-0-	830
Telephone	7,989	3,512	1,985	-0-	5,497	13,486
Transportation	6,671	-0-	-0-	-0-	-0-	6,671
Utilities	3,875	11,626	-0-	-0-	11,626	15,501
Depreciation	8,058	3,542	2,001	-0-	5,543	13,601
Total expenses	<u>\$ 348,556</u>	<u>\$ 145,950</u>	<u>\$ 63,750</u>	<u>\$ 34,998</u>	<u>\$ 244,698</u>	<u>\$ 593,254</u>

The accompanying notes are an integral part of these consolidated financial statements.

**NICETOWN COMMUNITY DEVELOPMENT CORPORATION AND SUBSIDIARY
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED DECEMBER 31, 2018**

CASH FLOWS FROM OPERATING ACTIVITIES

Change in net assets	\$ 21,640
Adjustments to reconcile change in net assets to net cash provided by operating activities:	
Depreciation	13,601
(Increase) in:	
Contracts and grants receivable	(14,670)
Increase in:	
Accounts payable and accrued expenses	<u>7,915</u>
Net cash provided by operating activities	<u>28,486</u>

CASH FLOWS FROM INVESTING ACTIVITIES

Purchase of property and equipment	<u>(30,973)</u>
Net cash used in investing activities	<u>(30,973)</u>

CASH FLOWS FROM FINANCING ACTIVITIES

Repayments on loan payable	<u>(3,159)</u>
Net cash used in financing activities	<u>(3,159)</u>

Net decrease in cash	(5,646)
Cash, beginning of year	<u>298,714</u>
Cash, end of year	<u><u>\$ 293,068</u></u>

SUPPLEMENTAL CASH FLOW INFORMATION:

Interest paid	<u><u>\$ 11,066</u></u>
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**NICETOWN COMMUNITY DEVELOPMENT CORPORATION
AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2018**

Note 1 – Organization and Principles of Consolidation

Principles of Consolidation

The consolidated financial statements include the results of Nicetown Community Development Corporation (the "Organization" or "NCDC") and Nicetown General Management Company, LLC ("NGMC"). The Organization maintains a 100% controlling financial interest in the above named entity as defined under the consolidation guidelines. In accordance with the consolidation guidelines, the accompanying financial statements have been prepared on a consolidated basis. All inter-company accounts and transactions have been eliminated in the consolidation.

Nicotown Community Development Corporation ("the Organization") was incorporated as a non-profit corporation in the Commonwealth of Pennsylvania in 1999 by founding members who collectively bring many years of diverse community development experience including, commercial-economic development, social services, entrepreneurship training, community education, and organizing.

The mission of the Organization is to establish comprehensive socio-economic development initiatives for the residents of Nicetown and the surrounding communities. The Organization fulfills its mission with holistic goals and objectives that prioritize establishing safety and security, education and training, business and housing development, and neighborhood improvement projects.

The Organization formed Nicetown General Management Company, LLC., whose sole member is Nicetown Community Development Corporation, to provide commercial management services to the Nicetown Court projects' commercial space.

The Organization has established several programs as follows:

Neighborhood Advisory Council

This program provides social services and other resources to low to moderate income residents including energy and budget counseling, housing and supportive assistance, resident support, and youth leadership.

Commercial Corridor Revitalization

This program is designed to help build a "Clean & Safe" neighborhood to remove blight and incorporate security measures, assist businesses with façade improvements and improve Nicetown Park.

**NICETOWN COMMUNITY DEVELOPMENT CORPORATION
AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2018**

Note 1 – Organization and Principles of Consolidation (continued)

Real Estate Development

This program has two components; the Targeted Housing Preservation Program and the Housing Revitalization Program. The Targeted Housing Preservation Program is designed to provide affordable housing through the development of new homes. The Housing Revitalization Program is designed to preserve existing housing stock utilizing energy efficiency whenever possible to establish sustainability. In addition, the Organization develops low-income housing tax credit projects.

Energy Conservation

The Organization is contracted by the Energy Coordinating Agency to provide energy conservation education, home weatherization, and utility grant assistance to low to moderate income clients.

Give Back Festival

The Give Back Festival is an annual event built upon year-round related activities to establish arts and culture. The event is supported by sponsors and other contributors.

The Organization receives a majority of its revenue and support from grant and contract income, rental income, resident services income and corporate sponsorships.

Note 2 – Summary of Significant Accounting Policies

Change for New Accounting Pronouncement

In August 2016, the Financial Accounting Standards Board (“FASB”) issued Accounting Standards Update (“ASU”) 2016-14, “Not-for-Profit Entities (Topic 958) – Presentation of Financial Statements for Not-for-Profit Entities.” This ASU addresses the complexity and understandability of net asset classification, deficiencies in information provided about expenses and investment return. The Organization adopted this standard, effective January 1, 2018, and such adoption had no impact on the Organization’s net asset balances or change in net assets.

Basis of Accounting

The consolidated financial statements of the Organization have been prepared on the accrual basis of accounting and accordingly reflect all significant receivables, payables, and other liabilities.

**NICETOWN COMMUNITY DEVELOPMENT CORPORATION
AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2018**

Note 2 – Summary of Significant Accounting Policies (continued)

Basis of Presentation

To ensure the observance of limitations and restrictions placed on the use of resources available to the Organization, its net assets and revenues have been reported according to the following classifications:

Net Assets without Donor Restrictions: Net assets that are not subject to donor-imposed restrictions and may be expended for any purpose in performing the primary objectives of the Organization. These net assets may be used at the discretion of the Organization's management and the board of directors. As these funds may be used at the discretion of the board of directors, program services and supporting services are considered net assets without donor restrictions.

Net Assets with Donor Restrictions: Net assets subject to stipulations imposed by donors and grantors. Some donor restrictions are temporary in nature; those restrictions will be met by actions of the Organization or by the passage of time.

Donor restricted contributions are reported as increases in net assets with donor restrictions. When a restriction expires, net assets are reclassified from net assets with donor restrictions to net assets without donor restrictions in the Consolidated Statements of Activities.

Contracts and Grants Receivable

Contracts and grants receivable are stated at the unpaid balances less an allowance for doubtful accounts, if necessary. The Organization provides for losses on these receivables using the allowance method. The allowance is based upon experience and management's knowledge of the collectability of the outstanding receivable balances. It is the Organization's policy to charge off any uncollectible receivables when management determines the receivables will not be collected. The allowance for doubtful accounts at December 31, 2018 was \$-0-.

Property and Equipment and Depreciation

All acquisitions of property and equipment in excess of \$2,000 and all expenditures for repairs, maintenance, renewals, and betterments that materially prolong the useful lives of assets are capitalized. Property and equipment are carried at cost or, if donated, at the approximate fair value at the date of donation. Normal repair and maintenance expenses are charged to operations as incurred. Depreciation is computed using the straight-line method over the estimated useful lives of the assets which range from 3 to 39 years.

**NICETOWN COMMUNITY DEVELOPMENT CORPORATION
AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2018**

Note 2 – Summary of Significant Accounting Policies (continued)

Income Taxes

The Organization is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code. Accordingly, no provision for income taxes has been made in the accompanying consolidated financial statements. The Organization qualifies for the charitable contribution deduction under Section 170(b)(1)(A). The Organization has appropriate support for any tax positions taken, and as such, does not have any uncertain tax positions that are material to the consolidated financial statements.

NGMC is classified as a limited liability company under the Internal Revenue Code. As the Organization is the sole member of NGMC, NGMC is a disregarded entity for income tax purposes. The Organization is exempt from taxes except for unrelated business activities. Accordingly, no provision has been made for federal or state income taxes.

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The Organization's Federal Exempt Organization Income Tax Returns (Form 990) for 2016, 2017, and 2018 are subject to examination by the IRS, generally for three years after they were filed.

Donated Services

No amounts have been reflected in the consolidated financial statements for donated services. The Organization generally pays for services requiring specific expertise. However, many individuals volunteer their time and perform a variety of tasks that provide the Organization with specific assistance.

Functional Allocation of Expenses

The costs of providing program services and other activities have been summarized on a functional basis in the Consolidated Statement of Activities. Accordingly, certain costs have been allocated among the program and supporting services benefited. Payroll is allocated on the basis of estimates of time and effort. Payroll taxes, employee benefits, office expense, other expense, and rent are allocated on the same basis as payroll. Entertainment, interest, professional fees, and transportation are directly allocated based upon the expenses' purpose. Directly identifiable expenses that relate to more than one function are charged to program and supporting services based upon actual usage. Management and general expenses include those expenses that are not directly identifiable with any other specific function but provide for the overall support and direction of the Organization.

**NICETOWN COMMUNITY DEVELOPMENT CORPORATION
AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2018**

Note 2 - Summary of Significant Accounting Policies (continued)

Use of Estimates

The preparation of consolidated financial statements in conformity with accounting principles generally accepted in the United States of America (“GAAP”) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Statement of Cash Flows

For the purposes of the Consolidated Statement of Cash Flows, the Organization considers all investments purchased with an original maturity of three months or less to be cash equivalents.

Recent Accounting Pronouncements Not Yet Adopted

Revenue Recognition

In May 2014, the Financial Accounting Standards Board (“FASB”) issued Accounting Standards Update (“ASU”) 2014-09, “Revenue from Contracts with Customers (Topic 606),” which outlines a single comprehensive model to use in accounting for revenue arising from contracts with customers and supersedes and replaces nearly all existing revenue recognition guidance, including industry-specific guidance included in GAAP. The core principle of the standard is that revenue is recognized when the transfer of goods or services to customers occurs in an amount that reflects the consideration to which the Organization expects to be entitled in exchange for those goods or services. The standard provides a five-step analysis of transactions to determine when and how revenue is recognized. The standard requires significantly expanded disclosures about revenue recognition and is effective for fiscal years beginning after December 15, 2018. Early adoption is permitted. The Organization is currently evaluating the standard and its impact on the consolidated financial statements.

Leases

In February 2016, the FASB issued ASU 2016-02 “Leases (Topic 842).” The primary objective of the standard is to increase transparency and comparability among organizations by requiring lessees to recognize lease assets and lease liabilities on the balance sheet and disclosing key information about leasing arrangements. The new standard clarifies the definition of a lease and causes lessees to recognize leases on the balance sheet as a lease liability with a corresponding right-of-use asset. The standard is

**NICETOWN COMMUNITY DEVELOPMENT CORPORATION
AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2018**

Note 2 - Summary of Significant Accounting Policies (continued)

Recent Accounting Pronouncements Not Yet Adopted (continued)

Leases (continued)

effective for fiscal years beginning after December 15, 2020. Early adoption is permitted. The Organization is currently evaluating the standard and its impact on the consolidated financial statements.

Note 3 – Concentration of Credit Risk

The Organization maintains its cash balances in two financial institutions located in Philadelphia, Pennsylvania. The balances at the financial institutions are insured by the Federal Deposit Insurance Corporation (“FDIC”) up to \$250,000. At various times during the year the bank balances may exceed the FDIC limit. At December 31, 2018, the Organization had no uninsured cash balances.

Note 4 – Property and equipment

Property and equipment consists of the following as of December 31, 2018:

Land	\$ 15,000
Building	209,316
Community center	10,861
Office equipment and furniture	67,625
Land care equipment	12,619
Vehicles	<u>83,093</u>
	398,514
Less: accumulated depreciation	<u>(190,091)</u>
	<u>\$ 208,423</u>

Note 5 – Availability and Liquidity

The following represents the Organization’s financial assets which are available to meet general expenditures within one year at December 31, 2018:

Financial assets at year-end:	
Cash and cash equivalents	\$ 293,068
Contracts and grants receivable	<u>52,703</u>
Total financial assets	<u>345,771</u>
Less amounts not available to be used within one year	<u>(-0-)</u>
Financial assets available to meet general expenditures over the next twelve months	<u>\$ 345,771</u>

**NICETOWN COMMUNITY DEVELOPMENT CORPORATION
AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2018**

Note 5 – Availability and Liquidity (continued)

The Organization regularly monitors liquidity required to meet its operating needs and other contractual commitments, while striving to maximize the investment of its available funds. The Organization typically maintains its financial assets in cash accounts with a goal of having funds available when needed.

In addition to financial assets available to meet general expenditures over the next 12 months, the Organization operates with a balanced budget and anticipates collecting sufficient revenue to cover general expenditures not covered by donor restricted resources.

Note 6 – Line of Credit

The Organization has a \$50,000 line of credit, renewed annually, of which \$50,000 is outstanding at December 31, 2018. Advances bear interest at 12.55% and are secured by the personal guarantee of the Organization's Chief Executive Officer.

Note 7 – Loan Payable

A 7.75% loan payable to a bank in monthly installments of \$662 including interest at 7.86%, due March 22, 2030, secured by related real estate. \$ 59,241

Maturities of long-term debt as of December 31, 2018 are as follows:

2019	\$ 4,008
2020	4,018
2021	4,344
2022	4,700
2023	5,082
Thereafter	<u>37,089</u>
	<u>\$ 59,241</u>

Note 8 – Related Party Transactions

Rent and Other Expenses

The Organization pays rent of \$2,500 on a month to month basis to a company in which the Chief Executive Officer has a financial interest.

For the year ended December 31, 2018, \$30,000 was paid to the Organization which is included in rent expense on the accompanying Consolidated Statement of

**NICETOWN COMMUNITY DEVELOPMENT CORPORATION
AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2018**

Note 8 – Related Party Transactions (continued)

Functional Expenses. In addition, the Organization paid the same entity \$2,500 for supplies.

Rental Income – Related Party

The Organization leases rental space to tenants generally with terms of one to five years, as the Organization has rights to the commercial space in the building. The Organization has a general partnership interest in this building. At December 31, 2018, estimated aggregate future minimum lease payments to be received under non-cancelable operating leases are as follows:

2019	\$ 107,756
2020	109,506
2021	56,301
2022	49,740
2023	46,995
2024	<u>15,400</u>
	<u>\$ 385,698</u>

Note 9 – Promise to Receive

The Organization had a promise to receive \$100,000 per year for 10 years from a corporation for the City of Philadelphia’s tax credit program. This promise to receive was subject to annual renewal and expired in 2018.

Note 10 – Subsequent Events

The Organization evaluated subsequent events through December 12, 2019 the date these consolidated financial statements were available to be issued. There were no material subsequent events that required recognition or additional disclosure in these consolidated financial statements.

**NICETOWN COMMUNITY DEVELOPMENT CORPORATION AND SUBSIDIARY
CONSOLIDATING STATEMENT OF FINANCIAL POSITION
DECEMBER 31, 2018**

	Nicetown Community Development Corporation	Nicetown General Management Company, LLC.	Total	Eliminations	Total
ASSETS					
Cash	\$ 270,486	\$ 22,582	\$ 293,068	\$ -0-	\$ 293,068
Contracts and grants receivable	52,703	-0-	52,703	-0-	52,703
Prepaid expenses	2,500	-0-	2,500	-0-	2,500
Due from NCDC	-0-	4,235	4,235	(4,235)	-0-
Property and equipment, net	180,182	28,241	208,423	-0-	208,423
Total Assets	<u>\$ 505,871</u>	<u>\$ 55,058</u>	<u>\$ 560,929</u>	<u>(4,235)</u>	<u>\$ 556,694</u>
LIABILITIES AND NET ASSETS					
Accounts payable and accrued expenses	\$ 18,915	\$ -0-	\$ 18,915	\$ -0-	\$ 18,915
Line of credit	50,000	-0-	50,000	-0-	50,000
Loan payable	59,241	-0-	59,241	-0-	59,241
Due to NGMC	4,235	-0-	4,235	(4,235)	-0-
Security deposits	10,000	-0-	10,000	-0-	10,000
Total Liabilities	<u>142,391</u>	<u>-0-</u>	<u>142,391</u>	<u>(4,235)</u>	<u>138,156</u>
NET ASSETS					
Without donor restrictions	363,480	-0-	363,480	55,058	418,538
Members' equity	-0-	55,058	55,058	(55,058)	-0-
Total Net Assets	<u>363,480</u>	<u>55,058</u>	<u>418,538</u>	<u>-0-</u>	<u>418,538</u>
Total Liabilities and Net Assets	<u>\$ 505,871</u>	<u>\$ 55,058</u>	<u>\$ 560,929</u>	<u>(4,235)</u>	<u>\$ 556,694</u>

**NICETOWN COMMUNITY DEVELOPMENT CORPORATION AND SUBSIDIARY
CONSOLIDATING STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED DECEMBER 31, 2018**

	Nicetown Community Development Corporation	Nicetown General Management Company, LLC	Total
REVENUE AND SUPPORT			
Grant and contract income	\$ 232,160	\$ 73,728	\$ 305,888
Contributions	39,991	-0-	39,991
Fundraising events	19,600	-0-	19,600
Rental income	143,032	-0-	143,032
Resident services income	65,066	-0-	65,066
Miscellaneous income	33,010	8,307	41,317
	<u>\$ 532,859</u>	<u>\$ 82,035</u>	<u>\$ 614,894</u>
EXPENSES			
Payroll	\$ 220,816	\$ -0-	\$ 220,816
Payroll taxes	21,225	-0-	21,225
Employee benefits	24,161	-0-	24,161
Advertising	2,360	-0-	2,360
Entertainment	9,017	-0-	9,017
Equipment rental	25,981	2,133	28,114
Insurance	33,134	-0-	33,134
Interest	11,066	-0-	11,066
Miscellaneous	19,568	275	19,843
Office expense	40,647	4,177	44,824
Other expense	4,144	0	4,144
Professional fees	8,712	-0-	8,712
Program expenses	21,810	-0-	21,810
Property management	0	48,566	48,566
Rent	35,550	-0-	35,550
Repairs and maintenance	3,124	3,899	7,023
Scholarships/sponsorships	2,800	-0-	2,800
Taxes	830	-0-	830
Telephone	13,486	-0-	13,486
Transportation	6,671	0	6,671
Utilities	15,501	-0-	15,501
Depreciation	13,601	-0-	13,601
	<u>534,204</u>	<u>59,050</u>	<u>593,254</u>
Total expenses			
Change in net assets	<u>\$ (1,345)</u>	<u>\$ 22,985</u>	<u>\$ 21,640</u>

See independent auditor's report.



Anita Barnes Cauthorn - Coordinator of Case Management



Contact:

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Anita Barnes Cauthorn is a results-oriented professional with over thirty (30) years' experience counseling, consulting, developing, facilitating, planning, training, organizing and administrating programs. As a retired Social Worker, she devoted her career to help improve the lives of people who have been diverted by life's journey. She believes that change for the better can be accomplished by a healing journey of self-discovery, self-help, self-empowerment and self-love. Also, she believes that one's culture and spirituality can be used as a means of moving towards self-reliance.

During her Social Service professional career, she held various positions:

- Methodist Services - Supervisor for Bridge House, the Transitional Housing program for homeless women.
- Vine Memorial Baptist Church – Human Service Coordinator/Office Manager
- National Comprehensive Center for Fathers – Director of Case Management and Director of Human Resources.
- Philadelphia Parent Child Center – Family & Community Partnership Manager for Early Head Start and Head Start programs.
- Women in Transition – Director of Counseling Services for clients suffering from domestic violence, substance abuse, homelessness and behavioral health issues.

With all her positions, Ms. Barnes Cauthorn's mission was to touch and transform the lives of many and empower them to make positive changes for themselves and their families. She educated her clients about accomplishing their goals, by striving for total wellness in mind, body and soul, thus she created Empowerment Counseling for the Soul, where people could receive individual and couples counseling sessions to manage their personal challenges which could result in productive solutions.

Ms. Barnes Cauthorn has a BA in Human Services from Antioch University and a MA in Organization Management from the University of Phoenix. She is a Certified Domestic Violence Counselor; a Multicultural/Diversity trainer; a former Co-chair of the Women of Color Caucus – East for the Pennsylvania Coalition Against Domestic Violence and an Offender Employment Specialist through the Federal Bureau of Prisons and the US Probation Office.

Additionally, Ms. Barnes Cauthorn is an established business owner of her agency, Asante & Associates, LLC, where she is a business developer and a professional networker.



Deborah L. Kelly - Manager of Education



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Deborah L. Kelly, M.Ed., CPE received her Bachelor's and Master's Degrees in Business Education from Temple University. She is a Certified Parenting Educator and a Cooperative Education Coordinator. Ms. Kelly is author of the book, *The Turnaround: Parenting Tips for Improving Your Child's Academic Success, How to Make Your Child Smarter, Learning-Ready, and Nonviolent*. She taught various business subjects at the high school level until retiring in 2011. She presently facilitates parenting workshops for parents/caregivers and conducts parenting classes for residents in the Phoenix Correctional Institution; she, also, presently facilitates career readiness workshops for teenage young adults, and she facilitates MenzFit's employment readiness workshops for unemployed and underemployed men, some of whom are juvenile lifers. Ms. Kelly taught pedagogical skills to vocational teachers and taught severely emotionally disturbed students, as well as tutored elementary school students in math and English. She taught English in the AFNA summer program and wrote parenting articles for a community newspaper. She is also listed in "Who's Who Among America's Teachers" in the 2005-2006 Edition.

Ms. Kelly has been married forty-three years and has raised two college graduates. She believes your inner thoughts become your self-fulfilling prophesy. Additionally, she says how you perceive the future shapes your present behavior, so you shouldn't let your failures define you. Her motto is, "Liking yourself is half the battle."



Kofi Asante – Program Director



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Office:

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Philadelphia, PA 19129

Professional & Civic Activities:

- President/CEO of The National Comprehensive Center for Fathers
- Deputy Director for the Development of Men's Programs of Greater Philadelphia Urban Affairs Coalition
- Executive Director of The Philadelphia Workforce Development Corporation (PWDC) Fatherhood Initiative Program
- Board Member for Women Organized Against Rape
- Trustee of Vine Memorial Baptist Church

With over 30 years of experience in the Arts and Humanities and Human Service field, and being the recipient of numerous awards and State and City proclamations, Kofi's life mission is to make a difference, his "Village" concept and mentality has garnered him tremendous success and respect within his community and abroad. Kofi has recently been appointed to the Mayor's 2020 Commission on Reentry and vital member of the Philadelphia Council on Fathers and Families, his longstanding acknowledgements include the 2008 Isaiah Award for Outstanding Justice and Correcting Oppression bestowed by the Columbia University Teacher's College, Alpha Kappa Alpha Sorority, and Delta Sigma Theta Sorority Community Leadership Awards, the 2007 Ernest E. Jones Community Leadership Award and the 2006 recipient of the Philadelphia Commission on Human Relations Chairmen's Award and the list goes on. Mr. Asante is also a 2006 graduate of Bryn Mawr College's School of Social Work NELI Fellowship program for non-profit executives.

Mr. Asante has gained a reputation as a creative leader endowed with remarkable vision. This knowledge, coupled with his life experience as the father of three biological children, three stepchildren and countless others he has claimed and influenced throughout his life, which made Mr. Asante the natural choice to lead a national fatherhood movement. He holds several positions on community based organizations and lends his talent and passion to enhance the success as a board member of Women Organized Against Rape, Star Spirit International NGO, The Pennsylvania State Commission for Children of Incarcerated Parents and a trustee of the Vine Memorial Baptist Church

In conjunction with being the President and CEO of the National Comprehensive Center for Fathers, Mr. Asante has also received the title of Deputy Director for the Development of Men's programs of Greater Philadelphia Urban Affairs Coalition. He assumed leadership as Executive Director of the Philadelphia Workforce Development Corporation's (PWDC) Fatherhood Initiative (FI) program in June 2001 and of the National Comprehensive Center for Fathers. Under his guidance, his Fatherhood Initiative (FI) has reached and exceeded key benchmarks through the provision of job specific skills training, literacy education and GED obtainment. Mr. Asante's management has propelled the program to a new level, evidenced by the state's approval of FI for a State Demonstration Project. This approval was in large part due to Mr. Asante's leadership in strengthening the programmatic operations of FI. As a result, NCCF's FI Program has been replicated in Newark, Camden, and Atlantic City and there are 8 other counties throughout Pennsylvania currently being assessed for replication.

In addition to this significant accomplishment, he has helped to establish DADS (Delta Alpha Delta Sigma). This component of the FI program is based on the historic role of fraternities, which are known to support the concept of brotherhood, discipline and respect. The reinforcement of these ideals is meant to cultivate, within FI job candidates, recognition of the valuable role that family plays in their success and in the success of their children. In testament to his devotion to FI candidates, Mr. Asante worked tirelessly to open the first working men's wardrobe in Philadelphia County; The Work-N-Style for Men was launched in December 2002, providing a valuable service to father's throughout the Philadelphia region to date Work-N-Style has dresses over 4000 men per year. NCCF continues to touch the lives of over 8500 families through its programs and services every year. His enthusiasm, dedication, professionalism and leadership are qualities that have served the Philadelphia community well and his boundless energy and commitment to the fatherhood cause throughout the country will serve us all.

To add to his list of profound accomplishments Mr. Asante was installed as a Chief in Lateh Ghana, West Africa in October 2005. His title is *NaNa Kofi Asante Nkosohene*



Sharon A. Smith - Executive Administrative Assistant



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Professional & Civic Activities:

Certification from University of Pennsylvania for Nonprofit Leadership

Sharon A. Smith is a retired Social Worker Service Manager of the Philadelphia Department of Prisons (PDP) a department with over 4,500 inmates and 2,200 sworn personnel. Prior to her retirement in December 2019 Ms. Smith performed a variety of duties such as pre-release counseling, she facilitated and trained others for Thinking for a Change a National Institute of Corrections approved program, which integrated cognitive behavioral change designed for justice involved adults and youth, male and females. This training provides participants with cognitive restructuring theory and social skills development as well as the learning and use of problem solving skills. Ms. Smith also worked as the Assistant Manager for The Institute for Community Justice Reentry Center a Philadelphia Fight Program. Ms. Smith has over 20 year experience working with youthful and adult offenders & Mental Health populations within the city of Philadelphia.

Among her many responsibilities, Sharon has done extensive work in the multidisciplinary treatment field; having worked as a Behavioral Specialist 2 at the North Philadelphia Health System, where she provided 1:1 counseling, lead group therapy sessions, supervised and assisted the Behavioral Specialists Staff.

Working as a Substance Abuse Counselor at Gaudenzia, Inc. Ms. Smith was an advocate for the clients as she provided networking support in the areas of admission, benefits and financial affairs, as well as community support and resources. In addition to her support role, Ms. Smith actively managed a more challenging case load including, individuals suffering from chronic homelessness, dual diagnosis, and those suffering from mental health challenges.

Sharon Smith holds a Bachelor Degree in Social Work, a Master's Degree in Human Service from Lincoln University as well as a Youth in Custody Fellowship received from Georgetown University School of Social Policy.

In addition to her formal education, Ms. Smith has benefited from extensive trainings such as Non-Profit Leadership and Specialized Training

Sharon serves on various committees in the field of human services, behavioral health field also serves on The Balm of Gilead Counseling Ministry at Enon Tabernacle Baptist Church for which she has been a member for over 23 years. Sharon is a highly sought-after lecturer in various areas of her specialized training.



Stanley Crawford - Executive Director



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Office 215-275-4015

Email: StanleyCrawford6@gmail.com

Stanley Crawford graduated from Simon Gratz High School in 1969, under the Cedar Program he attained a certification in Auto Mechanics. He earned an Associate's Degree in Electronic Technology from Berean Institute in 1985. Stanley spent four years in the U.S. Army from 1976 to 1980 as a Quality Control Inspector before being honorably discharged. He also spent four years in the U.S. Army Reserves. Stanley retired from the city of Philadelphia after 28 ½ years as a Commercial and Industrial Fire Inspector II. Stanley was also an entrepreneur, owning and operating a boutique for 21 years; and, he also owned and operated a non-alcohol restaurant in the West Oak Lane section of Philadelphia for four years. Stanley traveled the world teaching African and African American culture as a member of the Arthur Hall African American Dance Ensemble. He help build and create the first African American Museum in the state of Pennsylvania. Stanley has also worked in the Recovery Community for over 33 years, assisting people with drug addictions find recovery. Stanley is Co-founder of the Nicetown Community Development Corporation, where he has been on the Board for 18 years and is presently Chairman of the Board. As a Founding Member under his leadership as a Board Member the Nicetown CDC has facilitated over 50 million dollars in projects in the Nicetown section of the City of Philadelphia.

As a result of the murder of his son in 2018, Stanley founded The Black Male Community Council of Philadelphia and is presently the President/CEO of BMCCP. The purpose of the organization is to decrease violence in the City of Philadelphia. He is presently on the Steering Community of the Philadelphia SMARTwise Coalition under the Black Folk's Plan, whose primary purpose is to assist in the Truist Bank Community Benefits Agreement, which will bring billions of dollars to the Black Community of Philadelphia. Stanley believes, "The most valuable thing we have is our time and energy, use wisely it is more valuable than any material possessions."

NASAA SCOR FORM

Black Male community Council of
Philadelphia

(Insert the names of any DBAs, if applicable)

Investing in a small business is often risky. You should not invest any money in this offering unless you can afford to lose your entire investment. You may not earn any income such as dividends or interest on this investment. You may not be able to sell your securities or recover any part of your investment and may have to hold the securities indefinitely because there is no market to readily sell the Company's securities. Following your investment, you may receive little information about the Company or about your investment. See Item 1 for a discussion of the risk factors that management believes present the most substantial risks to you.

The Offering

Type of securities offered

- Common stock
 Preferred stock
 Limited Liability Company Membership Interests
 Limited Partnership Interests
 Other (specify):

Nonprofit

Price per security

\$
\$
\$
\$
\$

Sales commission, if any:

5%

Offering amount: Minimum: \$12,731,880

Maximum: \$13,000,000

The minimum offering deadline in this offering is

Dec,31,2020

Principal Place of Business

Street Address Line 1

5520 Wayne Avenue

Street Address Line 2

City

Philadelphia

State

PA

ZIP/Postal Code

19144

Website

www.bmccphilly.com

Phone

215-275-4015

Person to Contact at the Company with Respect to the Offering

Last Name

Crawford

First Name

Stanley

Title

Chairman/CEO

Firm Name

Black Male Community Council of Philad

Street Address Line 1

1124 Hellerman Street

Street Address Line 2

City

Philadelphia

State/Province/Country

PA

ZIP/Postal Code

19111

Phone

2152754015

Fax

2152754015

E-mail

stanleycrawford6@gmail.com

The date of this Disclosure Document is

08/13/2020

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You should carefully review and rely only on the information in this Disclosure Document when making a decision about investing. If anyone gives you more or different information, you should ignore it.

No government regulator is recommending these securities. No government regulator has verified that this document is accurate or determined that it is adequate. It is illegal for anyone to tell you differently.

RISK FACTORS

Securities laws require that a company warn prospective purchasers of all material risks that apply to the company and its offering. A company that fails to disclose all material risks may face liability under state and federal law.

1. The following is a summary of the material risks that apply to the Company and this offering. The Company has checked off risks that it has identified as applicable to this offering, and has included additional risk factors that are unique to the Company. You should carefully consider these risks prior to investing in this offering. Failure to disclose all material risks may cause the Company, its officers, directors, managers, and/or promoters to be liable for securities fraud.

Operating History

- The Company has limited or no operating history. As a new enterprise, the Company is likely to be subject to risks that management has not anticipated.
- Because the Company has only been operating for a short period of time, it has produced little or no profit. There is no assurance that it will ever produce a profit.
- You may lose your entire investment. You should not invest in this offering unless you can afford to lose your entire investment.

Limited Resources/Losses

- The Company has limited resources and will not be able to continue operating without the proceeds from this offering. It is possible that the proceeds from this offering and other resources may not be enough for the Company to continue operating.
- The Company expects to experience losses from its operations and cannot predict when or if it will become profitable. If the Company becomes profitable, it may not be sustainable.
- The Company has incurred losses since inception and may incur future losses. The Company has not yet generated a profit from operations. As of the date of the Company's most recent financial statements, it had an accumulated deficit of

Experience of Management

- None of the Company's executive officers, directors, and/or managers has managed a company in this industry. The Company's ability to operate successfully may depend on its ability to attract and retain qualified personnel, who may be in great demand.
- None of the Company's executive officers, directors, and/or managers has experience in managing an enterprise that is in a development stage.
- Prior to organizing the Company, one or more of its executive officers, directors, and/or managers operated a business in which shareholders lost part or all of their investment. The Company's ability to operate successfully may depend on its executive officers, directors, and/or managers to succeed where they have failed before.
- The Company's executive officers, directors, and/or managers will continue to have substantial ownership and control over the Company after the offering.
- The Company's success depends substantially on the experience and knowledge of its executive officers, directors, and/or managers. The Company may be harmed if it loses their services and it is not able to attract and retain qualified replacements.

- The Company does not maintain key person life or disability insurance on executive officers, directors, and/or managers that are important to the Company's success. The loss of any of these individuals could have a substantial negative impact on the Company and your investment.

Competition

- The Company operates in a highly technical industry which is characterized by frequent introductions of new products and services into the market. The Company's success will depend in part on its ability to improve on such products or services, develop new products or services and provide necessary support.
- A large number of enterprises provide products or services similar to the Company's. The Company will be competing with established businesses that have an operating history, and greater financial resources, management experience and market share than the Company. There can be no assurance that the Company will be able to compete or capture adequate market share. The Company may not be profitable if it cannot compete successfully with other businesses.

Regulatory Risk

- The Company must comply with local, state and federal rules and regulations. If the Company fails to comply with a rule or regulation it may be subject to fines or other penalties, or its permit or license may be lapsed, revoked, or suspended. The Company may have to stop operating and you could lose your entire investment.

"Best-efforts" Offering

- The Company is offering these securities on a "best-efforts" basis. The Company has not contracted with an underwriter, placement agent, or other person to purchase or sell all or a portion of its securities and there is no assurance that it can sell all or any of the securities.

Dilution

- The price of a share in this offering is significantly higher than the book value of the securities. If you invest in this offering, you will incur immediate and substantial dilution of the book value of your investment.
- To the extent that outstanding options or warrants to purchase securities are exercised, you will incur further dilution of the book value of your investment.
- There are no limits in place to restrict the Company's ability to issue securities in the future. If the Company issues additional securities, you may experience further dilution of the value of your investment.

Lack of Investor Control

- The Company's executive officers, directors, managers, and/or key persons will continue to have substantial control over the Company after the offering. As such, you may have little or no ability to influence the affairs of the Company.

No Existing Market

- Because there is no market for the Company's securities, you may not be able to sell your securities or recover any part of your investment. If you may need to sell your investment and obtain cash, you should not invest.

Offering Price

- The offering price of the Company's securities has been arbitrarily set and as such should not be considered an indication of the actual value of the Company.

Risks Related to the Business of the Company

This company is nonprofit entity.

Litigation-related Risk

There are no litigation-related risks.

Other Risks

No other risks

OVERVIEW OF THE COMPANY

The Business

2. Business of the Company:

The Black Male Community Council (BMCC) is a nonprofit organization operating in Philadelphia, Pennsylvania, in the United States of America. The purpose of BMCC is to unite as black men to provide a clean, safe and secure environment for the women, children, and elders of our communities through membership and leadership that will embrace our neighborhoods with BMCC presence and resources to uplift and empower targeted areas of Philadelphia.

Our VISION is to promote public safety and empowerment in the black communities of Philadelphia. We are a community service organization engaged in employing strategies that will stabilize targeted areas that require our services.

Our VALUES: We will lead by example. Our conduct and rules of engagement will exemplify the love and respect we have for our communities and ourselves. Our goals are: 1) the organization will facilitate collaborative partnerships between community stakeholders, law enforcement, religious and political leadership to foster strong community engagement, and reduce violence in targeted areas of the city, and 2) The Black Male Community Council of Philadelphia will transform hot spots in Philadelphia neighborhoods into peaceful, clean and safe environments for women, children, and senior citizens

3. How the Company plans to carry out its activities:

Our organization will facilitate collaborative partnerships between community stakeholders, law enforcement, religious and political leadership to foster strong community engagement and reduce violence in targeted areas of the city. Recognizing the socioeconomic challenges and complexities of Philadelphia neighborhoods, B.M.C.C.P. has established five committees to implement strategies that will stabilize five identified "hotspots," or high-crime targeted areas of the city by engaging 500 Black Men as Community Partners of B.M.C.C.P.

4.
5.

6. Operations: The Company (select all that apply):

- has never conducted operations.
- is in the development stage.
- is currently operating.
- has shown a profit in the last fiscal year.

7. Summary Financial Information (most recent fiscal year-end):

Total Assets:	\$0
Cash & Cash Equivalents:	\$0
Accounts Receivable:	\$0
Short-term Debt:	\$0
Long-term Debt:	\$0
Revenues/Sales	\$0
Cost of Goods Sold:	\$0
Taxes Paid:	\$0
Net Income:	\$0

8. Organizational Information

Date of incorporation/formation:

January, 19, 2019

Fiscal Year End (Month and Day):

Dec 31

State of incorporation/formation: Delaware

List any FKAs ("Formerly Known As"):

None

Company Organization: The Company (select all that apply):

- has had or anticipates having a stock split, dividend, recapitalization, merger/acquisition, spin-off, or reorganization.
- has a parent, subsidiary, or affiliate.

If you checked any box, please provide additional information.

9. Suppliers: The Company (select all that apply):

- has material supply contracts.
- is currently, or expects to be, dependent upon a limited number of suppliers.
- has no suppliers.

Describe the Company's major suppliers and material supply contracts.

10. Customer sales and orders (products and services): The Company (select all that apply):

- has or anticipates having material sales contracts.
- had sales of products or services in the last 12 months.
- had, has, or anticipates having sales that are seasonal or cyclical.
- had, has, or anticipates having foreign sales.
- has a single customer or a limited number of customers that account(s) for a major portion of the Company' sales.
- has not yet had sales.

Fee for service contracts and grants to provide business training, job counseling, vocational services to TANF populations, unemployed and refugee populations

11. Employees: 17 Number of current employees:

12. Property/Assets: The Company (select all that apply):

- owns or leases buildings/real estate.
- owns or leases equipment or other assets.
- owns or leases intangible property, such as patents, licenses, copyrights, trademarks, etc.
- has no property.

Owns office equipment and furnishing

13. Governmental Regulation (select all that apply):

- The Company and/or its products are subject to material regulation by a government agency.
- The Company is required to have a license or permit (other than organizational licenses) to conduct business.
- The Company has obtained any required licenses or permits to conduct business.

Regulations can be imposed on a company by federal, state, or local government agencies. In completing your response to this Item, you should first identify the type of regulation and then, if it is material, disclose the impact of the regulation. Include additional risk factors in Item 1 as appropriate to highlight the risks that regulation and/or licensing or permitting requirements may negatively impact the success of the Company.

INFORMATION ABOUT THE SECURITIES OFFERED

Impound of Offering Proceeds

14. The Company must raise and place in an impound account (“minimum offering amount”) before it can receive and use the offering proceeds. The Company cannot access any of the offering proceeds until this minimum offering amount has been raised.

If the Company does not raise the minimum offering amount by all funds will be returned to investors.

The impound account will be located at:

Does the Company reserve the right to extend the impound period? Yes No

If yes, describe the circumstances under which the Company might extend the impound period.

If the offering proceeds are returned to investors at the end of the impound period, will investors receive any interest earned on impounded funds during the impound period? Yes No

Use of Proceeds

15. The Company plans to use the proceeds of this offering in order to do the following:

Operating cost and client stipends

16. The net proceeds of the offering for the minimum and maximum offering amounts will be used as follows:

	Minimum Offering	Maximum Offering
Gross Proceeds from the Offering		
Less: Offering Expenses	\$15,000	\$30,000
• Commissions and Finders Fees	\$24,000	\$80,000
• Legal fees	\$12,000	\$25,000
• Accounting fees	\$23,000	\$46,000
• Copying and Advertising	\$18,000	\$36,000
Other (Specify): salaries	\$ 1,204,700,	\$2,500,000
Operating expenses	\$12,731,700	\$12,731,880
Net Proceeds from the Offering	\$12,731,880	\$12,731,880

17. A detailed breakdown of how the Company intends to use the net offering proceeds is listed below in the order of priority, beginning with the highest priority.

Description of Use	Minimum Offering	Maximum Offering
	\$12,731,880	\$12,731,880

<i>Examples of uses of proceeds include:</i>		
<i>Purchasing equipment or other assets</i>		
<i>Discharging company debt</i>	\$	\$
<i>Administration</i>	1204,700	1204700
<i>equipment</i>	1,305,200	1,305,200
<i>training</i>	7,200,000	7,200,000
Industry modules	8100000	8,100,000
A&G	2,121980	2,121,800
Total	12,731,880	12,731,880

18. Other sources of financing are described below:

Describe material sources of other funds that will be employed in conjunction with the offering funds. The Company may combine investor funds with other funding sources. Some of the typical outside sources of financing include bank loans and lines of credit, asset sales, lease financing, and consignment inventories.

19. Has the price of the securities in this offering been arbitrarily determined? Yes No

If no, explain the basis on which the price of the securities was determined. Typical factors include: the established public trading market that dictates the price, the net tangible book value per share or the earnings per share, or the stock prices of other similar companies.

20. The table below compares the existing shareholders' percentage ownership in the Company and the consideration paid for that ownership with that of purchasers in this offering.

		Shares Purchased		Total Consideration		Average Price per Share
		Number	Percent	Amount	Percent	
Existing holders	Min. offering	100	100	25 million	25	1million
	Max. offering		45	45million	45	1million
New purchasers	Min. offering	25	25	\$25mil		1million
	Max. offering	45	45	\$45million	45	1million

Description of Securities Offered

Your percentage of ownership in the Company may be reduced significantly due to a number of factors beyond your control, such as the rights and characteristics of other securities already issued by the Company, future offerings or other issuances of securities by the Company, and potential changes to the capital structure or control of the Company.

21. The securities being offered are:

- Common Stock
- Preferred Stock
- Limited Liability Company Membership Interests
- Limited Partnership Interests
- Debt Securities

Other (specify):

22. These securities have:

- Voting rights
- Preemptive rights or tag-along rights to purchase any new issue of securities
- Rights as to dividends or interest
- Restrictions on dividends or other distributions
- Preference upon liquidation or dissolution
- Anti-dilution rights
- Conversion rights
- Redemption rights
- Other special rights or preferences (specify):

23. Is the offering subject to any purchaser restrictions? Yes No

If yes, describe the purchaser restrictions. Because purchasers of the securities will have an equity interest in your Company, you may want to place additional restrictions on who can invest for legal and administrative reasons. For example, a Company may choose to limit an offering to its employees, independent contractors, or franchisees, or to investors who meet certain financial requirements.

24. Are the securities subject to any resale restrictions by the Company? Yes No

If yes, describe the transfer restrictions. The Company is responsible for maintaining a register of all current shareholders and may want to restrict transfers for tax, administrative, or other purposes.

25. Will the Company issue physical securities certificates in this offering? Yes No

Record of Security Holders:

Please describe the manner in which records of security ownership will be maintained by the Company.

How the Securities will be Offered and Sold

26. Name and contact information of the Company's Chief Compliance Officer:

Name	N/A
Address	
Telephone	
E-mail	

27. List of persons or companies who will offer and sell the securities on behalf of the Company:

Name	N/A
Relationship to Company (if any)	
CRD #	
Address	
Telephone	
E-mail	
Internet Portal / website for offering	
Compensation received for selling securities	

Outstanding Securities and Principal Shareholders

28. Below is a description of each class of the Company's securities, including the total number of outstanding securities and the total number of securities the Company is authorized to issue.

Class of Securities	Total Securities Outstanding	Total Securities the Company is Authorized to Issue
N/A	N/A	N/A

Description of securities:

There are no Securities

29. Are there any resale restrictions on the Company's outstanding securities? Yes No

If yes, describe the restrictions and when they will terminate.

30. Below is a list of the total number of securities reserved or subject to issuance under outstanding securities purchase agreements, stock options, warrants, or rights.

Class of Securities	Number of Securities that may be issued under Outstanding Securities Purchase Agreements, Options, Warrants, or Rights
N/A	

Describe any outstanding securities purchase agreements, stock options, warrants, or rights. Specify who holds the rights, and state the expiration dates and exercise prices.

31. Does the Company plan to issue or offer securities under purchase agreements, stock options, warrants, or rights in the future? Yes No

If yes, please provide additional information.

32. Has the Company sold or issued securities during the last 12 months? Yes No

If yes, describe the type of securities and the dollar amount sold. Indicate under which exemption or form of registration the securities were offered.

33. Names of the principal shareholders, including each Executive Officer, Manager, Director, and person who beneficially owns at least a 20% interest of any class of securities in the Company:

Name of Shareholder	Manager, Executive Officer, or Director? (specify)	Class of Securities	Number Securities Currently Held	Average Purchase Price of Securities	% of Total Outstanding Securities
NO Shareholders					

INFORMATION ABOUT THE COMPANY'S MANAGEMENT

34. Information about each Executive Officer, Director, and key person (and any persons occupying a similar status or performing a similar function) of the Company is provided below.

Click to Add Table

Name	Stanley Crawford
Age	68
Title	Chairman/CEO
Executive Officer/Director/Key Person (specify)	Chairman of the Board, Chief Executive Officer
Time Spent on Company Business (if less than full time)	40 hours
Prior Experience	<p>Stanley Crawford is a lifelong resident of the City of Philadelphia Pa. He retired from the City of Philadelphia as a Commercial & Industrial Fire Inspector II, Co-Founder of the Nicetown CDC, Chairman of the Board of Nicetown CDC, Entrepreneur, and Community Activist. Stanley is well respected for his work around stopping the violence in the City of Philadelphia.</p> <p>Stanley Crawford, is the Founder and President/CEO of the Black Male Community Council of Philadelphia and the surviving parent of a homicide victim. After the 2018 death of his son, Stanley presented a call-to-action for Philadelphia's Black Men.</p> <p>His efforts yielded a coalition of 75 African-American Males, whose community leadership</p>

	and activism span decades and is multi-generational. These men bring various levels of expertise and diverse experiences which now encompass the brain trust of the Black Male Community Council of Philadelphia (B.M.C.C.P.)
Education	<i>Include degrees, schools, and dates of attendance.</i>

35. Compensation paid by the Company to executive officers, directors, managers, and key persons during the last fiscal year:

Compensation Paid by Company During Last Fiscal Year		
<u>To Whom Paid</u>	<u>Cash</u>	<u>Other Compensation</u>
	\$	\$
	\$	\$
	\$	\$

Description of any amount of other compensation included in the table above:

Describe the compensation and how it is valued. This description should include any non-cash compensation, including the value of any options granted or securities given (and the terms under which they were granted), any annuity, pension or retirement benefits, bonus or profit-sharing plans, and any personal benefits (including transportation, access to athletic facilities, etc.).

36. The Company (select all that apply):

- expects compensation to change in the next year.
- owes compensation for prior years.

Wrote and submitted four proposals for grant funding

37. The Company (select all that apply):

- has made loans to an Executive Officer, Manager, Director, or principal shareholder within the last two years.
- has one or more outstanding loans with an Executive Officer, Manager, Director, or principal shareholder.
- plans to make one or more loans to an Executive Officer, Manager, Director, or principal shareholder in the future.
- has done business with an Executive Officer, Manager, Director, or principal shareholder within the last two years.
- plans to do business with an Executive Officer, Manager, Director, or principal shareholder in the future.
- will use proceeds of the offering to acquire assets from an Executive Officer, Manager, Director, or principal shareholder in the future.
- will use proceeds of the offering to reimburse any Executive Officer, Manager, Director, or principal shareholder for assets previously acquired, services previously rendered, monies previously loaned or advanced, or for any other reason.

- has entered into employment or non-compete agreements with any Executive Officer, Manager, Director, or key person.
- plans to enter into employment or non-compete agreements with any Executive Officer, Manager, Director, or key person.

If you checked any box, please provide additional information, including the material terms of any such transactions. Include additional risk factors in Item 1 as appropriate to highlight the risks of engaging in transactions with affiliated parties on the potential profitability of the Company.

38. An Executive Officer, Manager, Director, or key person of the Company (select all that apply):

- has filed a petition for bankruptcy, receivership, or a similar insolvency proceeding, or had such a petition filed against him or her, within the past five years.
- has served as a manager, Executive Officer, or director for any business entity that was the subject of a petition for bankruptcy, receivership, or similar insolvency proceeding within the past five years.
- none of the above.

Provide details regarding any insolvency proceedings, including the court where filed, date filed, and current status.

OTHER RELEVANT INFORMATION

Litigation

39. The Company (select all that apply):

- has been involved in litigation or subject to administrative action in the last 5 years that has had a material effect upon the Company's business, financial condition, or operations.
- has pending litigation or administrative action that may have a material effect upon the Company's business, financial condition, or operations.
- is currently threatened by litigation or administrative action that may have a material effect upon the Company's business, financial condition, or operations.
- none of the above.

Disclose any litigation that is likely to have a material effect on the Company. Disclosure includes information not only about present pending litigation, but also includes past concluded litigation, and future unasserted claims of which the Company is aware. Disclosure is not limited to actions in which the Company is a party, but also includes separate litigation filed against the Company's officers, directors, managers, or key persons if the litigation is likely to have a material effect on the Company.

To fully respond to this Item, you should include the name of the court where the proceeding is pending, a description of the facts underlying the claim and the relief sought.

Certain Legal Proceedings

Please answer the questions in this section with respect to the following persons associated with the Company:

- The Company, its predecessors, and affiliates

- All executive officers, other officers participating in the offering, directors, general partners, or managers of the Company
- All beneficial owners of 20% or more of any class of the Company's equity securities
- All promoters presently connected with the Company in any capacity
- Any selling agent, or any executive officer or other officer participating in the offering, director, or partner of such selling agent

40. Have any of the above-listed persons, within the last five years, filed an application for registration which is the subject of a currently effective registration stop order entered pursuant to any domestic or foreign securities law? Yes No

If yes, explain in detail.

41. Have any of the above-listed persons, within the last ten years, been convicted in the United States or in any foreign jurisdiction of any felony or misdemeanor in connection with the offer, purchase, or sale of any security or any felony involving fraud or deceit, including but not limited to forgery, embezzlement, obtaining money under false pretenses, larceny, or conspiracy to defraud? Yes No

If yes, explain in detail.

42. Are any of the above-listed persons subject to court-imposed sanctions in the United States or in any foreign jurisdiction within the last five years due to a conviction on state, federal or international criminal charges for tax evasion or tax fraud, or subject to any of the following in connection with such conviction: tax liens; court-ordered judgments; wage garnishments; bank levies; or treasury or refund offsets? Yes No

If yes, explain in detail.

43. Are any of the above-listed persons currently subject to any order, judgment, or decree of any court of competent jurisdiction, entered within the last five years in the United States or any foreign jurisdiction, temporarily, preliminarily, or permanently restraining or enjoining such party from engaging in or continuing any conduct or practice:

- In connection with the purchase or sale of any security;
- Involving the making of any false filing with any state or the Securities and Exchange Commission; or
- Arising out of the conduct of the business of an underwriter, broker, dealer, municipal securities dealer, investment adviser, or paid solicitor of purchasers of securities?

Yes No

If yes, explain in detail.

44. Are any of the above-listed persons subject to an order of a state securities commission (or an agency or officer performing like functions); a state authority that supervises or examines banks, savings associations, or credit unions; a state insurance commission (or an agency or officer performing like functions); an appropriate federal banking agency; the U.S. Commodity Futures Trading Commission; the National Credit Union Administration; or any similar foreign regulatory authority that:

1. At the time of application, bars the person from:
 - a. Association with an entity regulated by such commission, authority, agency, or officer;

- b. Engaging in the business of securities, insurance or banking; or
 - c. Engaging in savings association or credit union activities; or
2. Constitutes a final order based on a violation of any law or regulation that prohibits fraudulent, manipulative, or deceptive conduct entered within ten years of the application?
- Yes No

If yes, explain in detail.

45. Are any of the above-listed persons subject to any state administrative enforcement order, order of the Securities and Exchange Commission, or of a foreign jurisdiction that, at the time of application:
- 1. Suspends or revokes such person's registration as a broker, dealer, municipal securities dealer or investment adviser;
 - 2. Places limitations on the activities, functions or operations of such person;
 - 3. Bars such person from being associated with any entity or from participating in the offering of any penny stock? Yes No

If yes, explain in detail.

46. Are any of the above-listed persons subject to any order of the Securities and Exchange Commission or similar foreign regulatory authority, entered within five years of application that, at the time of such application, orders the person to cease and desist from committing or causing a violation or future violation of:
- 1. Any scienter-based anti-fraud provision of the federal securities laws of the United States or any foreign jurisdiction, including without limitation section 17(a)(1) of the Securities Act of 1933 (15 U.S.C. 77q(a)(1)), section 10(b) of the Securities Exchange Act of 1934 (15 U.S.C. 78j(b)) and 17 CFR 240.10b-5, section 15(c)(1) of the Securities Exchange Act of 1934 (15 U.S.C. 78o(c)(1) and section 206(l) of the Investment Advisers Act of 1940 (15 U.S.C. 80b-6(1)), or any other rule or regulation thereunder; or
 - 2. Any securities registration or prospectus requirements in the United States or any foreign jurisdiction, including without limitation section 5 of the Securities Act of 1933 (15 U.S.C. 77e)? Yes No

If yes, explain in detail.

47. Are any of the above-listed persons suspended or expelled from membership in, or suspended or barred from association with a member of, a registered national securities exchange or a registered national or affiliated securities association in the United States or any foreign jurisdiction for any act or omission to act constituting conduct inconsistent with just and equitable principles of trade? Yes No

If yes, explain in detail.

48. Have any of the above-listed persons filed (as a registrant or issuer), or been named as an underwriter in, any registration statement or Regulation A offering statement filed with the Securities and Exchange Commission, state securities commission (or an agency performing like functions), or similar foreign

regulatory authority that, within five years before application, was the subject of a refusal order, stop order or order suspending the Regulation A exemption, or is, at the time of application, the subject of an investigation or proceeding to determine whether a stop order or suspension should be issued?

Yes No

If yes, explain in detail.

49. Are any of the above-listed persons subject to a United States Postal Service false representation order entered within five years before application, or, at the time of such application, subject to a temporary restraining order or preliminary injunction with respect to conduct alleged by the United States Postal Service to constitute a scheme or device for obtaining money or property through the mail by means of false representations? Yes No

If yes, explain in detail.

50. Have any of the above-listed persons been found to have violated any other law governing or regulating any aspect of the business of securities or banking or, within the past five years, been the subject of an action of a securities regulator denying, revoking, or suspending the right to engage in the business of securities as a broker-dealer, agent, or investment adviser or been the subject of an action of any securities exchange or self-regulatory organization operating under the authority of the securities regulator suspending or expelling such person from membership in such exchange or self-regulatory organization in the United States or any foreign jurisdiction?

Yes No

If yes, explain in detail.

Other Material Factors

51. Describe any other material factors that will or could affect the Company or its business or which are necessary to make any other information in this Disclosure Document not misleading or incomplete.

This section is a "catch all." Items in this Disclosure Document do not cover all industries and types of businesses. You may find it necessary to add material disclosure under this Item that is not covered elsewhere. If there is nothing further to include, please include an affirmative statement explaining there is no further information to be disclosed.

Any material misstatements or omissions may subject the Company, its officers, directors, managers, or promoters to liability for securities fraud.

Financial Statements

52. Attach the Company's financial statements for the most recently completed fiscal year, plus interim financial statements if the Company's fiscal year ended more than 120 days from the date of the filing of this document. The Company's Chief Executive Officer and Chief Financial Officer must certify that the financial statements are true and complete in all material respects. If the aggregate offering amount is more than \$500,000 but less than \$1 million, the annual financial statements must be compiled by an independent certified public accountant. If the aggregate offering amount is more than \$1 million but not more than \$2 million, the annual financial statements must be reviewed by an independent certified public accountant. For offerings of more than \$2 million, the annual financial statements must be audited. All financial

statements must be prepared in accordance with U.S. GAAP, complete with appropriate footnote disclosure. If you do not have experience preparing financial statements in accordance with U.S. GAAP, you may want to obtain a compilation or review of your financial statements from a certified public accountant.

COMPANY'S CERTIFICATIONS AND SIGNATURE

The Company's executive officers, directors, and/or managers must sign this Disclosure Document. When they sign this Disclosure Document, they represent that they have diligently attempted to confirm the accuracy and completeness of the information in the Document. Failure to disclose material risks and other information may subject the Company, its officers, directors, and/or managers to liability for securities fraud.

When the Chief Financial Officer or Manager signs this Disclosure Document, he or she represents that the financial statements in the Document have been prepared in accordance with United States Generally Accepted Accounting Principles which have been consistently applied, except where explained in the notes to the financial statements and represents that the financial statements fairly state the Company's financial position and results of operations, or receipts and disbursements, as of the dates and period(s) indicated. He or she also represents that year-end figures include all adjustments necessary for a fair presentation under the circumstances.

The Company must submit all advertising and marketing materials to the state for review prior to use. Any advertisement must include or be accompanied by a disclaimer explaining (1) the advertisement does not constitute an offer to sell nor a solicitation of an offer to buy securities, (2) that securities are offered through the SCOR Form only, and (3) an investment in the Company is risky and investors should read the SCOR Form in its entirety before investing.

The Company must amend and resubmit the SCOR Form whenever there is a material change to the information contained herein. Amendments must be filed as soon as reasonably possible, and in any case, before the further offer and sale of securities under the SCOR Form.

Commissions, fees, or other remuneration for soliciting any prospective purchaser in connection with the offering in the state may only be paid to persons who, if required to be registered or licensed, the Company believes, and has reason to believe, are appropriately registered or licensed in the state.

The Company hereby irrevocably appoints the Securities Administrator or other legally designated officer of the jurisdiction(s) in which this notice is filed as its agent for service of process upon whom may be served any notice, process or pleading in any action or proceeding against it arising out of, or in connection with, the sale of securities and the undersigned does hereby consent that any such action or proceeding against it may be commenced in any court of competent jurisdiction and proper venue within the jurisdiction in which this notice is filed by service of process upon the officers so designated with the same effect as if the undersigned was organized or created under the laws of that jurisdiction and have been served lawfully with process in that jurisdiction. It is requested that a copy of any notice, process, or pleading served hereunder be mailed to:

Stanley Crawford

1124 Hellerman Street

Chief Executive Officer/President/Managing Member

Chief Executive Officer

Title

CEO

Chief Financial Executive Officer/Manager

Title

Director

Director

Director

Director

Director

Director

Director

Name of Signer (Print)

Stanley Crawford

Date

08/14/2020

Name of Signer (Print)

Date

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LIST OF EXHIBITS

Exhibit A - Financial Statements

Exhibit B - Articles of Organization

Exhibit C - Company Bylaws

Exhibit D – Escrow Agreement

(Insert Reference to Exhibit E)

(Insert Reference to Exhibit F)

(Insert Reference to Exhibit G)

FINAL REPORT OF SALES

Bainbridge Group, Inc

(Insert the names of any DBAs, if applicable)

The Company named above completed a SCOR offering in the jurisdictions checked below.

The offering began on and ended on:

The Company sold securities in the SCOR offering to the number of investors and in the amounts indicated for each jurisdiction in the table below.

Jurisdiction	Number of Investors	Amount (\$)	Jurisdiction	Number of Investors	Amount (\$)
<input type="checkbox"/> Alabama	<input type="text"/>	<input type="text"/>	<input type="checkbox"/> Montana	<input type="text"/>	<input type="text"/>
<input type="checkbox"/> Alaska	<input type="text"/>	<input type="text"/>	<input type="checkbox"/> Nebraska	<input type="text"/>	<input type="text"/>
<input type="checkbox"/> Arizona	<input type="text"/>	<input type="text"/>	<input type="checkbox"/> Nevada	<input type="text"/>	<input type="text"/>
<input type="checkbox"/> Arkansas	<input type="text"/>	<input type="text"/>	<input type="checkbox"/> New Hampshire	<input type="text"/>	<input type="text"/>
<input type="checkbox"/> California	<input type="text"/>	<input type="text"/>	<input type="checkbox"/> New Jersey	<input type="text"/>	<input type="text"/>
<input type="checkbox"/> Colorado	<input type="text"/>	<input type="text"/>	<input type="checkbox"/> New Mexico	<input type="text"/>	<input type="text"/>
<input type="checkbox"/> Connecticut	<input type="text"/>	<input type="text"/>	<input type="checkbox"/> New York	<input type="text"/>	<input type="text"/>
<input type="checkbox"/> Delaware	0	0	<input type="checkbox"/> North Carolina	<input type="text"/>	<input type="text"/>
<input type="checkbox"/> District of Columbia	<input type="text"/>	<input type="text"/>	<input type="checkbox"/> North Dakota	<input type="text"/>	<input type="text"/>
<input type="checkbox"/> Florida	<input type="text"/>	<input type="text"/>	<input type="checkbox"/> Ohio	<input type="text"/>	<input type="text"/>
<input type="checkbox"/> Georgia	<input type="text"/>	<input type="text"/>	<input type="checkbox"/> Oklahoma	<input type="text"/>	<input type="text"/>
<input type="checkbox"/> Guam	<input type="text"/>	<input type="text"/>	<input type="checkbox"/> Oregon	<input type="text"/>	<input type="text"/>
<input type="checkbox"/> Hawaii	<input type="text"/>	<input type="text"/>	<input type="checkbox"/> Pennsylvania	0	0
<input type="checkbox"/> Idaho	<input type="text"/>	<input type="text"/>	<input type="checkbox"/> Puerto Rico	<input type="text"/>	<input type="text"/>
<input type="checkbox"/> Illinois	<input type="text"/>	<input type="text"/>	<input type="checkbox"/> Rhode Island	<input type="text"/>	<input type="text"/>
<input type="checkbox"/> Indiana	<input type="text"/>	<input type="text"/>	<input type="checkbox"/> South Carolina	<input type="text"/>	<input type="text"/>
<input type="checkbox"/> Iowa	<input type="text"/>	<input type="text"/>	<input type="checkbox"/> South	<input type="text"/>	<input type="text"/>
<input type="checkbox"/> Kansas	<input type="text"/>	<input type="text"/>	<input type="checkbox"/> Tennessee	<input type="text"/>	<input type="text"/>
<input type="checkbox"/> Kentucky	<input type="text"/>	<input type="text"/>	<input type="checkbox"/> Texas	<input type="text"/>	<input type="text"/>
<input type="checkbox"/> Louisiana	<input type="text"/>	<input type="text"/>	<input type="checkbox"/> Utah	<input type="text"/>	<input type="text"/>
<input type="checkbox"/> Maine	<input type="text"/>	<input type="text"/>	<input type="checkbox"/> U.S. Virgin Islands	<input type="text"/>	<input type="text"/>
<input type="checkbox"/> Maryland	<input type="text"/>	<input type="text"/>	<input type="checkbox"/> Vermont	<input type="text"/>	<input type="text"/>
<input type="checkbox"/> Massachusetts	<input type="text"/>	<input type="text"/>	<input type="checkbox"/> Virginia	<input type="text"/>	<input type="text"/>
<input type="checkbox"/> Michigan	<input type="text"/>	<input type="text"/>	<input type="checkbox"/> Washington	<input type="text"/>	<input type="text"/>

Minnesota

West Virginia

Mississippi

Wisconsin

Missouri

Wyoming

The undersigned individual represents that he or she is authorized to submit this sales report on behalf of the Company and that the information contained in this report is true and complete to the best of his or her knowledge.

Signature

Name of Signer (Print)

Title

Date

BLACK FOLK BUSINESS FORTIFICATION PROJECT



The Black Folk Business Fortification Project

Submitted by Frentzie Glover, Ph.D., M.Ed., CADC

Black Folk Business Fortification Project

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Black Folk Business Fortification Project

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Executive Summary

The Black Folk Business Fortification Project is a full- service nonprofit business incubator dedicated to expanding and strengthening Black owned businesses operating in Black communities. The Project serves low to moderate income Black businesses in Philadelphia Pa. The Black Folk Business Fortification Project *sponsors 50 Black businesses* each year. Each sponsored business receives a \$50,000 stipend. The stipend covers enrollment and monthly invoices for individualized service plan activity fees, payroll for one paid position under the client's organization, business liability insurance fees and employee unemployment insurance policy fees. The Black Folk Business Fortification Project's design consists of one management hub, from which we administer recruitment, orientation, payroll, management, infrastructure development, training, coaching, meetings, and business client Hubs. There are five business client Hubs. They are located within Black neighborhoods and each business client Hub, houses ten Black businesses. The business client Hubs include a mix of office spaces, training spaces, storefronts, warehouse spaces, food preparation spaces and/or manufacturing and lab spaces that facilitate business client's products, services, vendors, and customer relationships.

By the end of fiscal year one, the Project will stimulate the Black economy by *creating 64 new jobs* in Black neighborhoods. By the end of fiscal year three, each of the 50, client businesses will create 1-3 additional employment opportunities in their Black neighborhoods. The Black Folk Business Fortification Project would be governed by an advisory board of approximately 11-21 members comprised of individuals with a mixture of entrepreneurial and technology experience. Representatives from Philadelphia Smart Wise Coalition, Philadelphia Black Male Community Council, Philadelphia Friends of the African Union, along with other key economic development organizations, and representatives of higher education institutions will be invited to sit on the Advisory Board. The Black Folk Business Fortification Project is designed to cultivate business habits and practices that promote and sustain business success. Our aim is to achieve a 90% success rate with Black companies that utilize our services.

We are seeking grant funding in the amount of \$ \$19,061,606



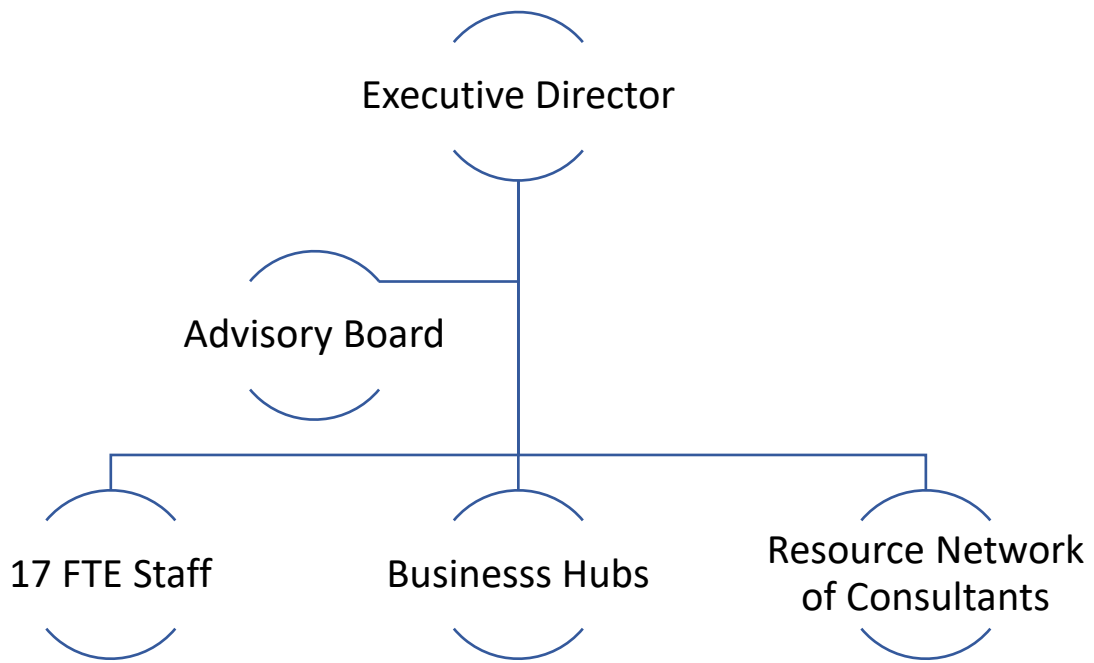
General Company Description

Bainbridge Group Inc is a nonprofit company and has been in operation since 1994. We promote healthy communities, (businesses, families, schools, and individuals) through management services, education, training, advocacy, and research. Bainbridge has demonstrated experience operating multiple grants funded projects at various scattered sites simultaneously. Bainbridge partners with government agencies, grass-roots organizations, community businesses, and faith-based institutions to deliver programs where there are service gaps in Black neighborhoods. There is a current service gap in business incubator services for black entrepreneurs in the service, retail, health, research, technology, and manufacturing industries.

The Black Business Fortification Project addresses this gap in business incubator services. We intend to operate a full- service nonprofit business incubator dedicated to expanding and strengthening Black enterprises located in five urban communities (19132, 19124, 19138, 19149 and 19120).

In keeping with the corporate philosophy of trust and accountability, Bainbridge utilizes a decentralized management model. This model is represented on the organizational chart. From our perspective, the advantage of this kind of organizational structure is the ability to respond rapidly to the shifting needs and dynamic group and individual processes inherent in the delivery of services to urban communities. Authority over day to day programmatic operations is delegated to and vested in individual programs. Employees are given the maximum opportunity to develop personal autonomy and individual responsibility for the effective delivery of services within their respective programs. Under the guidance of a corporate Board of Directors, the Executive Director delegates authority to corporate management team members who, in turn work closely with these individual programs to provide management, supervision and support as well as technical and consultation assistance. In an era of limited resources and strict financial accountability, Bainbridge takes great pride in its sound, highly professional fiscal policies. All financial management activities are centralized and readily accessible for audit and review. For each of our individual programs, the central office maintains a separate account from which funds are dispersed and accountability maintained independently of all other programs. This enables Bainbridge to accurately measure and monitor the fiscal status of each program unit.

ORGANIZATIONAL CHART



Products and Services

Fortification is the primary product offered by the Black Folk Business Fortification Project. Business fortification accelerate emerging companies to develop innovation and self-determination. Our staff provide hands-on assistance during vulnerable start-up years. Assistance takes the form of a menu of business and technical support services including guidance and mentoring on business strategy, management, marketing, financial, legal, and product development issues as well as exposure to our knowledge network of professional consultants, business resources and sources of capital.

Menu of Business and Technical Support Services

- Infrastructure assessments
- Capacity building
- Consultancy and advisory services
- Technical assistance
- Contract negotiation and sales agreement
- Mailbox services
- Business Name Availability Check
- Business Registration
- Application and Obtaining EINS and Tax- Payer's ID
- Application for business license and permit
- Health and Safety and Fire Safety Arrangement (Licensing)
- Purchase of Insurances for the Business
- Opening of Corporate Bank Accounts
- Securing Point of Sales (POS) Machines
- Opening Mobile Money Accounts
- Opening Online Payment Platforms
- Generating capital
- Applications for Loan from the bank
- Conducting Feasibility Studies
- Writing a Business Plan
- Strategic Planning
- Drafting of Employee's Handbook

- Business Training and Workshops
- Drafting of Contract Documents and other relevant Legal Documents
- Marketing Consultancy
- Design of The Company's Logo
- Graphic Designs and Printing
- Packaging
- Marketing, Promotional Materials and Events
- Creating Official Website for the Company
- Creating Awareness for the business both online and around the community
- Opening party / launching party planning
- Establishing business relationship with vendors – wholesale suppliers / merchants
- Opportunities for co-operative purchasing
- Recruitment, Management and Retention of employees
- Linking of like businesses for support and professional development
- Developing Exit Strategies
- Creating Generational Legacy

Operational Plan

The Black Folk Business Fortification Project sponsors fifty businesses each year. Each sponsored business receives a fifty-thousand-dollar stipend. The stipend covers enrollment and itemized fees for individualized service menu activities, payroll for one paid position under the client's organization, business liability insurance, an employee unemployment insurance policy, and Philadelphia's Business Privilege license and other costs incurred by the business owner. Each business owner receives a monthly invoice of expenditures and his business account balance. The Black Folks Business Fortification Project design consists of one management hub from which we administer recruitment, orientation, payroll, management, infrastructure development, training, coaching, and meetings. There are five client business hubs. They are located within Black neighborhoods and each client business hub, houses ten Black businesses. The client business hubs would include a mix of offices, training spaces, storefronts, warehouse spaces, food preparation spaces, manufacturing space and/or lab spaces.

Description of Hub and Satellite Locations



There is also a customer service call center that houses our virtual online Business Center. Clients that only enroll in the Virtual, on-line services do not receive a training or an intern stipend.

Vision

Our vision is to become the preferred brand for Black start-up and growth companies in our niche by providing work- space, best practices, evaluation tools, top- notch training, mentoring, internship and other forms of business fortification to help Black entrepreneurs succeed.

Mission

Our mission is to help black entrepreneurs develop, run, and sustain their businesses in Black neighborhoods. We teach entrepreneurs infrastructure development skills to help them meet their corporate goals, secure investment dollars, and acquire appropriate business licenses to compete in the marketplace.

Goal

- Our goal is to achieve a 90% businesses retention rate and 100% utilization of services identified on the entrepreneur's individual service plan for at least 3 years.

Objectives

The Black Folk Business Fortification Project serves as an epic center for fortifying Black owned businesses. We actively identify and provide value-added services to support business success.

The following objectives provide measurable outputs and outcomes that support the Project's mission :

1. Create new job opportunities for area residents
2. Create higher wage jobs
3. Leverage Black business intellectual property
4. Contribute to the growth and success of emerging technology businesses
5. Generate new tax revenues for Philadelphia county
6. Recycle surplus buildings into locations for our business hubs
7. Strengthen knowledge component of local Black economy
8. Increase commercialization and marketing of Black research
9. Facilitate exchanges between the government, universities, and industry

Success Criteria

The Black Folk Business Fortification Project's mission and objectives provide a touchstone for desired outcomes - job creation, and expansion of new Black businesses in Philadelphia, Pennsylvania that contributions to the economic health of the area.

The executive Director will ensure that a formal progress evaluation be completed every six months and reports be provided to the Board and all stakeholders.

Performance indicators for the project include:

- The number of entrepreneurs within the Business Fortification Hub
- Evaluation of services utilized by Business Fortification Project clients
- Growth in the number of applicants
- The number of companies that successfully graduate
- The percentage of Business Fortification Project clients that successfully graduate as measured against the target established by the Project
- The number of jobs created on an annual basis within the Black Folk Business Fortification Project
- The percentage of Black Folk Business Fortification Project graduates that stay in the Black community
- The calculation of incremental tax revenues generated by technology Business Fortification Project clients and graduates
- The level of community support for technology businesses
- The number of patents applied for and received by Business Fortification Project clients
- The revenue of businesses being served
- The capital raised by businesses being served
- The grants received by businesses being served

Performance measures can be modified as the Black Folk Business Fortification Project evolves and matures over time.

Location

Our headquarters is located at 4222 Tackawanna Street, Philadelphia, PA. 19124 and is centrally located between two commercial corridors, with multiuse zoning designations conducive to many types of businesses.

Personnel

The Black Folk Business Fortification Project has 17 staff under the leadership of the Executive Director. The Executive Director responsibilities would be to provide and facilitate access to value-added services, recruit assess and screen new clients, and manage the overall operations and budget of the Black Folk Business Fortification Project. Other key full-time staff are:

- Site Manager (5) (One for each hub)
- Business Development Manager
- Customer Service Executive (2)
- Business Coach (2)
- Director Human Resource
- Marketing Executive
- Accountant
- Director of Finance
- Security Guard
- Training Director



Roles and Responsibilities

Executive Director

- Oversee the day-to-day operation of the Project
- Promotes the project and recruits high profile donors
- Works with the local Black universities and other appropriate organizations to attract spin-off companies to the Black Folk Business Fortification Project
- Conducts individual infrastructure assessment to increase capacity for each of the 50 client businesses
- Makes decision that will affect the strategic direction of the company
- Seeks funding on behalf of the company by approaching several sources
- Reviews policies that are not working or having much impact and remove or modify them to achieve organizational growth

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Black Folk Business Fortification Project

- Liaisons with government agencies, contractors, grant funders,
- Provide oversight and supervision to project staff
- Conduct basic business counseling with all clients on an individual basis
- Coordinate the delivery of services to clients and to act as a catalyst to strengthen the area's small-business support network
- Collaborate with the project's Advisory Board for adherence to implementation guidelines and for continuous quality improvement

Training Director

- Plans the educational needs of each client business owner relative to their business goals
- Determines what skills sets and knowledge bases are required to succeed in the chosen industries and develops content.
- Develops and produces curriculum to address Credit/Financial Literacy, Legal Literacy, Bridging the Digital Divide, Operations, Communications, Human Resources, Legacy, Exit Strategy, Managerial Practices, Business Practices for business owners. (Collaborates with professional staff to develop area content).
- Develops and produces Workshops to support participants in completing requisite actions and paperwork for Business Plans, Strategic Plans, Licenses, Grants, Loans, and Credit Repair
- Reports to the Executive Director

Site Manager (5)

- Coordinates the Black Folk Project activities with Hub businesses and ensures that organizational policies are implemented, and resources are utilized to provide value to clients.
- Identifies areas in the hub sites that needs an upgrade
- Liaisons with management staff to know how best to move the hub sites forward
- Reports to Executive Director

Business Development Manager

- Identifies new income sources for Black Folk Business Fortification Project
- Drafts proposals on behalf of the business clients
- Works with site managers to ensure that corporate goals are achieved

Black Folk Business Fortification Project

- Recruits entrepreneurs and prepares them to pitch their business to the Advisory Board and Executive Director for admission into the project.

Customer Service Executives (2)

- Ensures that all incoming inquiries and complaints are promptly attended to
- Ensures that customer database is accurate and updated monthly
- Conveys industry trends, license and company policies and information to the client and provides pre-approved information to outside sources
- Inputs approved content onto the virtual Business Fortification hub and to social media outlets
- Reports to the Human Resource Director

Business Coach

- Coordinates mentorship connections for new start-ups and growing businesses
- Reviews internship processes so that clients can get the best value and outcomes
- Schedules a mix of consultants to strengthen skills of a client or his/ her business hub
- Reports to the Training Director

Human Resources Director

- Out-sources for and recruits the right employees for the business and ensures that they undergo orientation to help them settle in
- Conducts training for the employees as well as performance appraisals to increase the productivity for the organization
- Ensures that all administrative tasks are smoothly conducted and that the policies of the management are implemented by staff.
- Handles payroll and benefits
- Facilitates quarterly client and staff satisfaction surveys
- Reports to the Executive Director

Marketing Executive

- Conducts continuous market research on behalf of Black Folk Business Fortification Project to help identify new markets

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Black Folk Business Fortification Project

- Helps new start-ups as well as Black Folk Business Fortification Project develop marketing strategies intended to generate more revenue for the company
- Conducts direct marketing on behalf of the organization and its business clients
- Coordinates events and arrange for media presence
- Reports to the Executive Director

Director of Finance

- Carries out quarterly internal audits on behalf of Black Folk Business Fortification Project
- Serves as a financial adviser and guide for new start-ups and growing businesses
- Prepares financial information and statement on behalf of the company and ensures that statements are correctly reconciled with bank records at the end of the month
- Reports to the Executive Director

Accountant/ Bookkeeper

- Maintains 50 separate records for the Project's fiscal transactions with individual client businesses.
- Reports to the Finance Director
- Performs other duties as assigned
- Reports to the Director of Finance

Secretary

- Greets visitors, Answer phones, take messages, and perform typing as needed. Ensures that the interior and exterior facilities are kept clean and free of safety hazards,
- Ensures that depleted office and cleaning supplies are re-stocked
- Carries out basic office duties
- Reports to the Human Resource Director

Security Guard

- Ensures that the premises are always secure, especially after work hours
- Watches the surveillance cameras to monitor activities

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- Carries out any other duties as might be determined by the Human Resource Director



Management and Organization

Frentzie Glover is the Executive Director of the Black Folk Business Fortification Project. She has 25 years administrative, executive management and supervisory experience. Frentzie worked as a management consultant to the city of Philadelphia's managed care organization, and to the city of Philadelphia, Coordinating Office of Drug and Alcohol Programs (CODAAP). She provided management consultation to major drug and alcohol programs. She served as a researcher for the Max Planck Institute and as a co-principle investigator for a multi-site study of the Effectiveness of Treatment for Cannabis Dependent Youth

funded by CSAT/SAMSHA. Frentzie Glover was an adjunct lecturer for Temple University, University of Maryland, and City Colleges of Chicago. Frentzie conducts program evaluations for businesses and facilitates business training for organizations that wish to do business with the government. She also instructs businesses on how to respond to requests for proposals, and how to raise funds for community projects. She has a bachelor's degree in psychology, and a master's degree in Counseling Psychology and a Ph.D. in Educational Psychology. Frentzie has much experience managing start-up projects and working with small business entrepreneurs to grow their companies. Recently, Frentzie assisted 10 faith-based organizations with infrastructure development and fundraising campaigns. Currently, Frentzie is a doctoral candidate in Business Administration at Northcentral University. Her dissertation is on top management teams, and organizational sustainability. Her other research interests are capacity development, change management, knowledge management, and leadership in nonprofit and for-profit organizations. Her current business focus is Black entrepreneurship and consulting in small organizations.

Valerie Brown is the Finance Director for the Black Folk Business Fortification Project. She has completed over 25 years of service with the City of Philadelphia and 12 years of work experience in the private sector. She has acquired knowledge; skills, expertise and education in Accounting, Procurement, Inventory Control, Data Entry, Accounts Receivable/Payable, Contract Administration and Management. Working with governmental policies and procedures, Valerie Brown has also mastered skills and knowledge in these technologies:

- Microsoft Works
- Microsoft Excel
- The ADPICS system (Contract tracking system)
- The FAMIS system (Financial tracking system)
- The Procurement SPEED system (Bidding/Contract tracking system)
- GREX (Real Estate file maintain system)
- REXUS (Real Estate financial tracking system)

She is an entrepreneur, and founder of Esther Cares, Inc. a healthcare company and co-partner in VB Accounting Services. Valerie has a B.S. in Business Administration with a concentration in accounting.

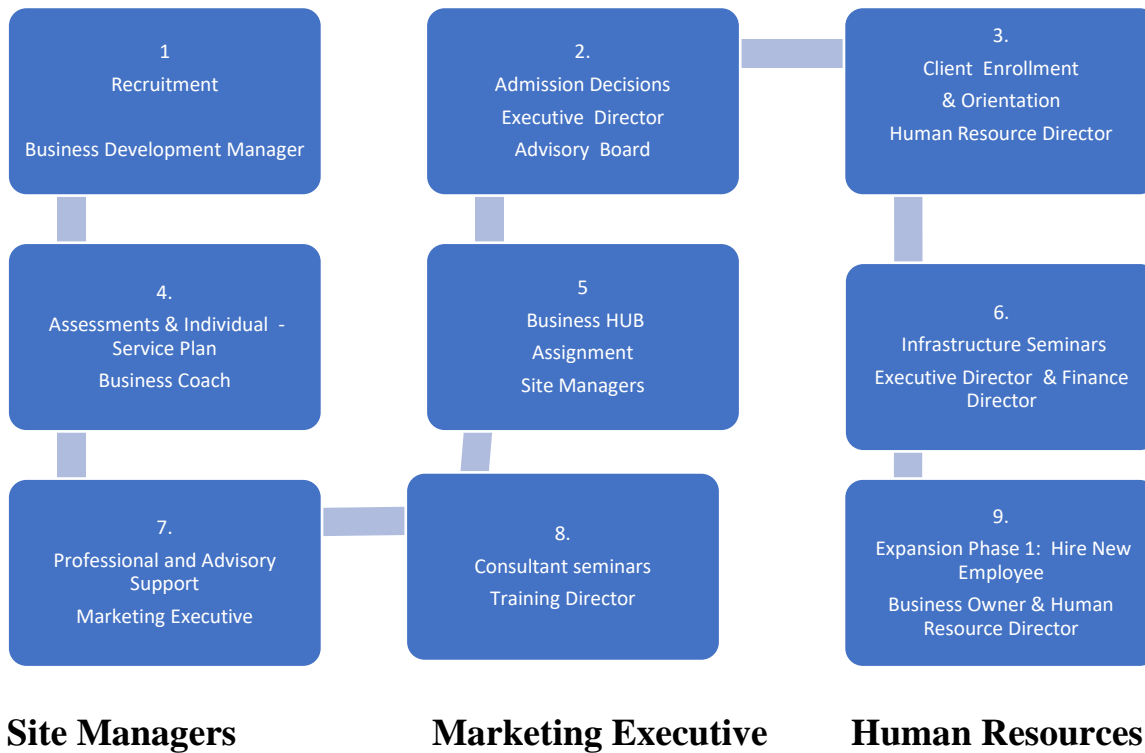
Francesca Vance is the Human Resource Director for the Black Folk Business Fortification Project. She has worked as a Human resource manager for large and small corporations. She has experience using management information systems to put employees where they need to be when they need to be there. She has experience processing payroll and using HR technology for attendance management, benefits management, employee scheduling, applicant tracking, performance appraisals and for hiring and terminating staff. Francesca Vance is currently a Training Director with Prime Flight Aviation Services, a mid-sized aviation management firm. After spending more than fifteen years working in training, administration, project management, and program development, Ms. Vance understands that a company's most precious asset is its' people. She excels in designing curricula according to adult learning theories, instructional principles, and organizational objectives. Ms. Vance is adept at training at all levels of an organization, including C-Suite level executives. Throughout her career, Ms. Vance has been deeply rooted in organizational development, program start-ups/transitions, and change management. She has a unique ability to empower organizations and thought leaders to differentiate themselves and drive measurable results through strategic planning and great execution. Ms. Vance has a track record of executing strategies that guide an organization to levels of excellence. Ms. Vance has a master's degree in Educational Psychology from Temple University. She is also the founder and CEO of Devon Works, Inc. a management firm that provides training and business solutions to women-owned and minority-owned businesses

Shani Strothers is the Training Director for the Black Folk Business Fortification Project. Ms. Strothers Co-Founded Organic Nutritional Energy Coop where she developed and implemented procedures and practices to eliminate spoilages. She invented and perfected the methodology of packing customized fixed price bags with zero waste. She built One Coop membership to over 300 people through her marketing campaigns. Shani Strothers is a graduate of Massachusetts Institute of Technology, in Civil Engineering Transportation. She has a background in Industrial Engineering. Ms. Strothers wrote RFPs and contracts for airport construction and consultation for the Port Authority of New York and New Jersey. Ms. Strothers has experience in the manufacturing and marketing sides of business.

The Black Folk Business Fortification Project will employ 17 full time staff. The staff will recruit, enroll, and coordinate business fortification services for 50 small

Black businesses. The organizational chart below shows a management hierarchy depicting who is responsible for key functions.

Management Hierarchy of Key Functions



Black Folk Business Fortification Project



SWOT Analysis

Below is the result of SWOT analysis that was conducted on behalf of Black Folk Business Fortification Project.

Strengths

Our strength lies in the fact that we have processes and structures in place to ensure that we achieve our goal of a 90% success rate in retaining our clients through years 1-3. We also have put much emphasis on our business structure to recruit professional, competent, and emotionally healthy employees. This enhances the probability that we can attain our corporate goals and objectives.

Also, we are strategically located in Philadelphia, PA and there are always new start-ups cropping up in the service, manufacturing, and entertainment- based industries, often looking for guidance on how to succeed in business. Finally, the experiences that Bainbridge Group Inc has working in Black neighborhoods with grassroot organizations is more than likely to help us attain our corporate goals and objectives and to succeed in this project. But most importantly, we find that there is little to no competition in our market area for the demographic population

Bainbridge Group Inc.

Management Services * Technology Consulting * Business Development

Bainbridge Better Neighborhoods Community Development Corporation

(215) 460-0297

that we serve. We have years of experience working with Black marginalized groups.

Frentzie, Shani, Valerie and Francesca were each born and raised in the underserved Black communities of Philadelphia. They have traveled the world for educational and business purposes and have returned to contribute to and enrich their Black neighborhoods. These staff are experienced executives with expertise in multiple business technologies. They are business leaders capable of shaping and executing the vision for the Black Folks Business Fortification Project.

Weaknesses

Our weaknesses are threefold. One, we are mostly a virtual business because of the effects that the coronavirus is having on the economy. We are not offering business services to our clients. Two, we have relied mostly upon word of mouth and have not advertised to expand the incubator services. Three, we have not had enough revenue to put strategies in place to support clients and to fully staff the project.

Opportunities

The opportunities abound for us as a business in offering new services to clients need as their industries evolve, leading us to more streams of income. Also, there are many investors looking to invest in Black service-based and manufacturing businesses that can be commercialized for its profit value. We do not anticipate a lack of investors for our clients that desire expansion.

Threats

Every business is faced with threats every now and then, and as a business, we are prepared to face any threats that might crop up while operating this business. Therefore, one threat we are likely to face are changes in government policies concerning business incubators that are established for profits and nonprofit.

MARKET ANALYSIS

Market Trends

Business incubators especially those for small businesses have played a major role in economic development by enhancing the survival rates of small companies. Reports for the incubation industry suggest that start-up companies that have used the services of business incubators have an 80% chance of remaining in existence 5 years after graduation. This has caused business incubators especially those for small businesses to be an accepted economic development tool in rural and urban areas all over the United States of America.

Our Target Market

Bainbridge conducted market research to determine the business needs of the Philadelphia's Black urban community. The rationale for the market research is to ascertain what our target market would expect from us. This would allow us to draft the best strategies that are not only effective but also necessary in ensuring that we rightly penetrate our target market. The market analysis yielded the following results. We will target our services to the following customers.

- New Start-ups in the service-based industry
- Growing service-based businesses in need of an accelerator
- Other business

Our Competitive Advantage

Black Folks Business Fortification Project assists clients in achieving their corporate goals of entering into the market, securing investments, or establishing a niche. Our intention is to achieve a 90% success rate with our clients and become the preferred brand for fortifying start-up and growth companies in Philadelphia. We will coach our clients to develop competitive strategies that will allow them to compete favorably as well as to gain an edge over their competitors.

Bainbridge has four competitive edges. Firstly, our training hub and our five satellite facilities have allowed us access to more customers than we would have if we were strictly serving customers at one physical location. Another edge we have, is we offer standard services that are guided by international best practices. Third, our clients get dedicated and competent staff to help them reach their documented goals over a three- year period. Fourth, we have professional consultants who understand the business marketplace. In summation, our employees inspire our

clients and their excellent customer service skills ensure that we get referrals from the Black community.

SALES STRATEGY

Sources of Income

Black Folk Business Fortification Project is a non-profit incubator that has been established to help Black start-ups and existing companies generate revenue and make a profit in Philadelphia, Pa. We offer a variety of services to bring in different revenue streams that will ensure the sustainability and growth of our business. Hence, the Black Folk Business Fortification Project generates income from the following services.

- Mentorship and guidance
- Consultancy, branding, and advisory services
- Training services and technical assistance
- Client office and Tenant office fees
- Business Incorporations and business process assessments



Marketing Strategy

We have conducted a market survey that will help us determine how we will best penetrate the market and attract the needed number of customers for our business while also favorably competing with our competitors here in Philadelphia, Pa.

It is for this reason that we have hired a reputable marketing consultant that understands the business market in Philadelphia and will help us develop marketing strategies that will allow us effectively attract the right customers and enable us to gain a huge share of the targeted market.

We have also empowered our marketing executives to ensure that the right strategies are adopted that are in line with our corporate goals and that will allow us to achieve our intended objectives for the Black Folk Business Fortification Project. Below are some of the strategies we will use to market the services of Black businesses:

- Ensure that we place advertisements about our services in local newspapers, business magazines as well as on radio and television stations
- Engage in direct marketing to target customers
- Encourage our satisfied clients to refer us to others
- Introduce our business formally to industry stakeholders, government agencies, private investors, as well as on Black university campuses
- Ensure that our business is listed in online and offline directories
- Use our social media platforms such as LinkedIn, Twitter and Facebook and other online social media business forums to market our business.

Publicity and Advertising Strategy

Having the right publicity for our business is very essential as we are aware of the benefits that publicity would bring to our business. Publicity and advertising go hand in hand, because the benefit of a business getting intense promotion, is revenue generation. Therefore, we would ensure that we intensify publicity for Black Folk Business Fortification project.

To ensure that we draft and implement effective publicity strategies, we intend to hire a Black reputable brand consulting agency. The agency will understand how to utilize publicity to maximum a business advantage. We would be using a mix of

strategies to achieve our intended publicity and advertising objectives for the Black Folk Business Fortification Project.

Below are the publicity strategies we intend to adopt.

- Throw a grand opening party that would create an awareness and make the right impression
- Attend business seminars and events in the service-based industry and offer to address the audience. We would also use the opportunity to network
- Create a website and ensure that it is Search Engine Optimized (SEO) so that it can easily pop up on top of search engines
- Install billboards in strategic locations in and around Philadelphia– Pa
- Distribute fliers and handbills in strategic locations such as colleges and universities
- Broadcast our success rates on social media platforms such as LinkedIn, Facebook, and Twitter

Business Fortification Sustainability and Expansion Strategy

We have established a business strategy that can sustain itself, make a profit and even expand at a pace determined by our special niche in the marketplace. We are the only company providing business fortification services to Black folks in Black neighborhoods. If our business is to be sustained, we would need to ensure that 1) we hire Black employees, 2) recruit, retain and grow Black owned businesses , and 3) have an investment strategy for the future. We intend to continually invest in our business, by returning the profits made back into the business. We know that if we focus on these three factors, we are likely to sustain and expand our business.

Sales Forecast

Most businesses are established to make a profit, sustain itself and grow. However, not all know how to go about achieving this, which is why there would always be a need for business incubators. Our physical location is very strategic and will allow us to generate the needed revenue. It will also make a profit within 3 years of operations.

Black Folk Business Fortification Project

In carrying out an accurate sales forecast on behalf of the business, Bainbridge conducted a critical examination of the business incubator industry to determine this project's chances for profit. We garnered data from similar start-ups. The sales criteria for Black Folk Business Fortification Project is based on such data and presumes several factors:

Budget projections for sustainability After Year 3

Quantity	Activity	Fee Charged	Revenue
40	Office cubicle/space Sharing	\$600 x 12months	\$288,000
20	Offices	\$900 x 12 months	\$216,000
100	Mailboxes	\$20 x 12 months	\$ 24,000
400	Workshops/ training	\$749 x 12 months	\$3,595,200
200	Coaching	\$649 x 12 months	\$1,557,600
50	Business Incorporations	\$750 x 12 months	\$450,000
7045	Annual Transactions		\$6,130,800

It should be noted that above projections were carried out based on certain factors such as there won't be an economic meltdown which will make it difficult for new businesses to start up and that we won't have a competitor arrive at our location within the period of the above sales projections. However, a change in any of the factors would mean that the above projected figures might increase or decrease.


Our Pricing Strategy

Ensuring that the right prices are determined for a product or service is very important because using the wrong prices or rates without much research might lead to the business running at a loss and eventually failing. However, while it might be difficult determining the rates for an intangible product such as service, several factors must be taken into consideration to ensure that the rates are fair to both the company as well as the client.

Black Folk Business Fortification Project

In determining the rates for our various services, we intend to ensure we take factors such as our overheads, what our competitors are offering as well as what kind of service our clients want into consideration. However, as we are just starting off the incubator business, we would offer lower rates for all our clients to build a trust and achieve a level of success rate that will then lead to us increasing our prices.

Client and Tenant Service Fee Strategy

 Rental rates and occupancy assumptions:

	Year 1	Year 2	Year 3		
Black Business Fortification Project Clients					
Assumes 6,400 sq. ft. client space					
% space leased	100%	100%	100%		
Sq. ft. space leased	6,400	6,400	6,400		
Rental rate sq. ft. (average of escalating rent schedule)	10.75	10.75	10.75		
Anchor Tenants					
Assumes 5,400 sq. ft. tenant space					
% space leased	100%	100%	100%		
Sq. ft. space leased	5,400	5,400	5,400		
Rental rate sq. ft.	15.0	15.0	15.0		

Payment Strategy

Because we have five satellite facilities with one centralized location here, we intend to ensure that our clients have payment options that would be convenient for them as well as our company.

Therefore, the payment options we intend to make available to our clients are.

- Payment via check
- Payment via cash
- Payment via bank draft
- Payment via credit card
- Payment via online payment portal

BUDGET AND FINANCIAL

The budget presented in this plan includes a facility budget that assumes renovation on our existing location for the Black Folk Business Fortification Project facility, an estimate of capital expenditures for start-up, and a preliminary operating budget for years one through three of Business Fortification Project operations.

Facility development budget is estimated at \$1,017,600

Capital expenditures are estimated at \$ 517,273

Operating budget for three- year one period is estimated at \$19,061,606

The facility development budget involves construction related costs for the Black Folk Business Fortification Project facility. Capital expenditures are one-time expenses related to start-up such as phone system, furnishing for administrative office, conference rooms, resource Project, labs, manufacturing, food processing, etc. The operating budget estimates expenses associated with the first three years of the Black Business Fortification Project's operations including salaries.

The following financial information is included in this section:

- 1) A Start-up Facility Development Budget,
- 2) A Start-up Capital Expenditures Budget and
- 3) A Three- Year Operating Budget

Start-up Facility Development Budget

This facility development budget estimate reflects a scenario of a 12,800 square foot space located in 19124 zip code. FACTOR	Estimated Unit Cost/Value	Total Costs
Facility size, total square feet	12,800	
Renovation cost for 10,800 square feet of office and common area space with tenant improvements. Includes site-prep, direct construction costs, soft costs, and contingency.	\$75	\$810,000
Construction cost for four, 500 square feet lab spaces	\$150	\$150,000
Total Estimated Facility Development Cost and 9%		\$ 1,046,400

Start-up Capital Expenditure Budget

This capital expenditure budget estimates one-time expenses associated with start-up. ITEM	ESTIMATED EXPENSE
Administrative Equipment Computers, fax, printer, software, etc.	\$ 24,000
Resource Project Computers, printer, scanner, software, fax etc.	32,000
Furniture/Furnishings Desks, chairs, files cabinets, shelving, signage, conference tables, AV equipment, white boards, reception furnishing, etc.	30,000
Break Room Kitchen appliances, tables, chairs, etc.	6,000
Telephone System Equipment, switch, phones, install and configure, etc.	45,000
Startup Staff three months	281,562
Network Equipment Server, router, and hub, install and configure, etc.	12,000
Internet Access and Network Wiring Firewall, cabling, install and configure, etc.	44,000
TOTAL Estimated Capital Expenditures @ 9%	\$ 517,273

Three Year Operating Budget

Account Description	YEAR 1	YEAR 2	YEAR 3	Total Budget
REVENUE				
Grants	\$7,490,138	\$5,785,734	\$5,785,734	\$19,061,606
Total Revenue	\$7,490,138	\$5,785,734	\$5,785,734	\$19,061,606
PAYROLL EXPENSES				
Salaries	\$850,000	\$850,000	\$850,000	\$2,550,000
Benefits (26%)	\$221,000	\$221,000	\$221,000	\$663,000
Total Payroll	\$1,071,000	\$1,071,000	\$1,071,000	\$3,213,000
OPERATING EXPENSES				
Occupancy	\$360,000	\$360,000	\$360,000	\$1,080,000
Telephone	\$21,600	\$21,600	\$21,600	\$64,800
Utilities	\$36,000	\$36,000	\$36,000	\$108,000
Start-up & facility development	\$1,563,673	\$0	\$0	\$1,563,673
Client stipends	\$2,500,000	\$2,500,000	\$2,500,000	\$7,500,000
Business networking events	\$43,200	\$43,200	\$43,200	\$129,600
Dues/fees	\$25,200	\$25,200	\$25,200	\$75,600
Insurance	\$27,500	\$27,500	\$27,500	\$82,500
Marketing/PR	\$18,000	\$18,000	\$18,000	\$54,000
Office equipment & maintenance	\$36,000	\$36,000	\$36,000	\$108,000
Office supplies/printing	\$24,000	\$24,000	\$24,000	\$72,000
Postage/shipping	\$1,000	\$1,000	\$1,000	\$3,000
Professional/contract services	\$330,000	\$330,000	\$330,000	\$990,000
Juneteenth Family	\$793,513	\$793,513	\$793,513	\$2,380,539
Travel/training	\$21,000	\$21,000	\$21,000	\$63,000
Total Operating	\$5,800,686	\$4,237,013	\$4,237,013	\$14,274,712
A & G	\$618,452	\$477,721	\$477,721	\$1,573,894
Total Expenses	\$7,490,138	\$5,785,734	\$5,785,734	\$19,061,606

Closing Statement

The shutdown of the United States economy during the Pandemic quarantine of 2020 adversely affected the employment rate in the Black Community. In particular, a percentage of Black community members are employed in the hard-hit Service sector. The Black Folks Business Fortification Project assists those who are ready to either restart or enter the service sector as business owners and will provide jobs for those who were rendered jobless. Additionally, the Black Folks Business Fortification Project's Manufacturing clients do their part to resurrect the diminished United States of America's manufacturing base by creating new manufacturing capacity, jobs, and work orders. Our Health- Care Sector business participants in the Black Folks Business Fortification Project are helping America become self-reliant, filling vacant niches, bringing innovations to market, while also rebuilding capacity lost during the Coronavirus pandemic of 2020. Partner with us to help the Black business community work to strengthen Philadelphia's economy. Help America thrive again. GOD BLESS the United States of America.

We are requesting full aid packet in the amount of \$19,061,606

Thank You



Bainbridge Group Inc.
Incubator Project (Business Fortification Proj
Budget Period: 2020-2023
Operating Budget

Account Description	Total Budget	YEAR 1	YEAR 2	YEAR 3
REVENUE				
Grants	\$19,061,606	\$7,490,138	\$5,785,734	\$5,785,734
Total Revenue	\$19,061,606	\$7,490,138	\$5,785,734	\$5,785,734
PAYROLL EXPENSES				
Salaries	\$2,550,000	\$850,000	\$850,000	\$850,000
Benefits (26%)	\$663,000	\$221,000	\$221,000	\$221,000
Total Payroll	\$3,213,000	\$1,071,000	\$1,071,000	\$1,071,000
OPERATING EXPENSES				
Occupancy	\$1,080,000	\$360,000	\$360,000	\$360,000
Telephone	\$64,800	\$21,600	\$21,600	\$21,600
Utilities	\$108,000	\$36,000	\$36,000	\$36,000
Start-up & facility development	\$1,563,673	\$1,563,673	\$0	\$0
Client stipends	\$7,500,000	\$2,500,000	\$2,500,000	\$2,500,000
Business networking events	\$129,600	\$43,200	\$43,200	\$43,200
Dues/fees	\$75,600	\$25,200	\$25,200	\$25,200
Insurance	\$82,500	\$27,500	\$27,500	\$27,500
Marketing/PR	\$54,000	\$18,000	\$18,000	\$18,000
Office equipment & maintenance	\$108,000	\$36,000	\$36,000	\$36,000
Office supplies/printing	\$72,000	\$24,000	\$24,000	\$24,000
Postage/shipping	\$3,000	\$1,000	\$1,000	\$1,000
Professional/contract services	\$990,000	\$330,000	\$330,000	\$330,000
Juneteenth Family	\$2,380,539	\$793,513	\$793,513	\$793,513
Travel/training	\$63,000	\$21,000	\$21,000	\$21,000
Total Operating	\$14,274,712	\$5,800,686	\$4,237,013	\$4,237,013
A & G	\$1,573,894	\$618,452	\$477,721	\$477,721
Total Expenses	\$19,061,606	\$7,490,138	\$5,785,734	\$5,785,734

Bainbridge Group Inc.
Incubator Project (Business Fortification Budget)
Budget Period: 2020-2021
Operating Budget

Account Description	Total Budget	OCT	NOV	DEC	JAN	FEB	MAR	APR	MAY	JUNE	JULY
REVENUE											
Grants	\$7,490,138	\$672,193	\$672,193	\$672,193	\$672,193	\$672,193	\$672,193	\$672,193	\$672,193	\$672,193	\$672,193
SUB-TOTAL REVENUE	\$7,490,138	\$672,193	\$672,193	\$672,193	\$672,193	\$672,193	\$672,193	\$672,193	\$672,193	\$672,193	\$672,193
PAYROLL EXPENSES											
Salaries	\$850,000	\$70,833	\$70,833	\$70,833	\$70,833	\$70,833	\$70,833	\$70,833	\$70,833	\$70,833	\$70,833
Benefits (26%)	\$221,000	\$18,417	\$18,417	\$18,417	\$18,417	\$18,417	\$18,417	\$18,417	\$18,417	\$18,417	\$18,417
SUB-TOTAL PAYROLL EXPENSES	\$1,071,000	\$89,250	\$89,250	\$89,250	\$89,250	\$89,250	\$89,250	\$89,250	\$89,250	\$89,250	\$89,250
OPERATING EXPENSES											
Occupancy	\$360,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000
Telephone	\$21,600	1,800	1,800	1,800	1,800	1,800	1,800	1,800	1,800	1,800	1,800
Utilities	\$36,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000
Start-up & facility development	\$1,563,673	521,224	521,224	521,224	0	0	0	0	0	0	0
Client stipends	\$2,500,000	208,333	208,333	208,333	208,333	208,333	208,333	208,333	208,333	208,333	208,333
Business networking events	\$43,200	3,600	3,600	3,600	3,600	3,600	3,600	3,600	3,600	3,600	3,600
Dues/fees	\$25,200	2,100	2,100	2,100	2,100	2,100	2,100	2,100	2,100	2,100	2,100
Insurance	\$27,500	2,292	2,292	2,292	2,292	2,292	2,292	2,292	2,292	2,292	2,292
Marketing/PR	\$18,000	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500
Office equipment & maintenance	\$36,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000
Office supplies/printing	\$24,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000
Postage/shipping	\$1,000	83	83	83	83	83	83	83	83	83	83
Professional/contract services	\$330,000	27,500	27,500	27,500	27,500	27,500	27,500	27,500	27,500	27,500	27,500
Juneteenth Family	\$793,513	66,126	66,126	66,126	66,126	66,126	66,126	66,126	66,126	66,126	66,126
Travel/training	\$21,000	1,750	1,750	1,750	1,750	1,750	1,750	1,750	1,750	1,750	1,750
SUB-TOTAL OPERATING EXPENSES	\$5,800,686	\$874,309	\$874,309	\$874,309	\$353,084	\$353,084	\$353,084	\$353,084	\$353,084	\$353,084	\$353,084
A&G (9%)	\$618,452	\$51,538	\$51,538	\$51,538	\$51,538	\$51,538	\$51,538	\$51,538	\$51,538	\$51,538	\$51,538
SUB-TOTAL A & G	\$618,452	\$51,538	\$51,538	\$51,538	\$51,538	\$51,538	\$51,538	\$51,538	\$51,538	\$51,538	\$51,538
TOTAL PERSONNEL, OPERATING, A&G	\$7,490,138	\$624,178	\$624,178	\$624,178	\$624,178	\$624,178	\$624,178	\$624,178	\$624,178	\$624,178	\$624,178
TOTAL PROJECTED REVENUE	\$7,490,138	\$624,178	\$624,178	\$624,178	\$624,178	\$624,178	\$624,178	\$624,178	\$624,178	\$624,178	\$624,178
TOTAL NET SURPLUS	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0

AUG	SEPT	TOTAL
\$672,193	\$672,193	<u>8,066,319</u>
\$672,193	\$672,193	<u>8,066,319</u>
\$70,833	\$70,833	<u>850,000</u>
\$18,417	\$18,417	<u>22,100</u>
\$89,250	\$89,250	<u>1,071,000</u>
30,000	30,000	<u>360,000</u>
1,800	1,800	<u>21,600</u>
3,000	3,000	<u>36,000</u>
0	0	<u>1,563,673</u>
208,333	208,333	<u>2,500,000</u>
3,600	3,600	<u>43,200</u>
2,100	2,100	<u>25,200</u>
2,292	2,292	<u>27,500</u>
1,500	1,500	<u>18,000</u>
3,000	3,000	<u>36,000</u>
2,000	2,000	<u>24,000</u>
83	83	<u>1,000</u>
27,500	27,500	<u>330,000</u>
66,126	66,126	<u>793,513</u>
1,750	1,750	<u>21,000</u>
\$353,084	\$353,084	<u>5,800,686</u>
\$51,538	\$51,538	<u>618,452</u>
\$51,538	\$51,538	<u>618,452</u>
\$624,178	\$624,178	<u>7,490,138</u>
\$624,178	\$624,178	<u>7,490,138</u>
\$0	\$0	<u>0</u>

Bainbridge Group Inc.
Incubator Project (Business Fortification Budget)
Budget Period: 2021-2022
Operating Budget

Account Description	Total Budget	OCT	NOV	DEC	JAN	FEB	MAR	APR	MAY	JUNE	JULY
REVENUE											
Grants	\$5,785,734	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145
SUB-TOTAL REVENUE	\$5,785,734	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145
PAYROLL EXPENSES											
Salaries	\$850,000	\$70,833	\$70,833	\$70,833	\$70,833	\$70,833	\$70,833	\$70,833	\$70,833	\$70,833	\$70,833
Benefits (26%)	\$221,000	\$18,417	\$18,417	\$18,417	\$18,417	\$18,417	\$18,417	\$18,417	\$18,417	\$18,417	\$18,417
SUB-TOTAL PAYROLL EXPENSES	\$1,071,000	\$89,250	\$89,250	\$89,250	\$89,250	\$89,250	\$89,250	\$89,250	\$89,250	\$89,250	\$89,250
OPERATING EXPENSES											
Occupancy	\$360,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000
Telephone	\$21,600	1,800	1,800	1,800	1,800	1,800	1,800	1,800	1,800	1,800	1,800
Utilities	\$36,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000
Client stipends	\$2,500,000	208,333	208,333	208,333	208,333	208,333	208,333	208,333	208,333	208,333	208,333
Business networking events	\$43,200	3,600	3,600	3,600	3,600	3,600	3,600	3,600	3,600	3,600	3,600
Dues/fees	\$25,200	2,100	2,100	2,100	2,100	2,100	2,100	2,100	2,100	2,100	2,100
Insurance	\$27,500	2,292	2,292	2,292	2,292	2,292	2,292	2,292	2,292	2,292	2,292
Marketing/PR	\$18,000	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500
Office equipment & maintenance	\$36,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000
Office supplies/printing	\$24,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000
Postage/shipping	\$1,000	83	83	83	83	83	83	83	83	83	83
Professional/contract services	\$330,000	27,500	27,500	27,500	27,500	27,500	27,500	27,500	27,500	27,500	27,500
Juneteenth Family	\$793,513	66,126	66,126	66,126	66,126	66,126	66,126	66,126	66,126	66,126	66,126
Travel/training	\$21,000	1,750	1,750	1,750	1,750	1,750	1,750	1,750	1,750	1,750	1,750
SUB-TOTAL OPERATING EXPENSES	\$4,237,013	\$353,084	\$353,084	\$353,084	\$353,084	\$353,084	\$353,084	\$353,084	\$353,084	\$353,084	\$353,084
A&G (9%)	\$477,721	\$39,810	\$39,810	\$39,810	\$39,810	\$39,810	\$39,810	\$39,810	\$39,810	\$39,810	\$39,810
SUB-TOTAL A & G	\$477,721	\$39,810	\$39,810	\$39,810	\$39,810	\$39,810	\$39,810	\$39,810	\$39,810	\$39,810	\$39,810
TOTAL PERSONNEL, OPERATING, A&G	\$5,785,734	\$482,144	\$482,144	\$482,144	\$482,144	\$482,144	\$482,144	\$482,144	\$482,144	\$482,144	\$482,144
TOTAL PROJECTED REVENUE	\$5,785,734	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145
TOTAL NET SURPLUS	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0

AUG	SEPT	TOTAL
\$482,145	\$482,145	5,785,734
\$482,145	\$482,145	5,785,734
\$70,833	\$70,833	850,000
\$18,417	\$18,417	22,100
\$89,250	\$89,250	1,071,000
30,000	30,000	360,000
1,800	1,800	21,600
3,000	3,000	36,000
208,333	208,333	2,500,000
3,600	3,600	43,200
2,100	2,100	25,200
2,292	2,292	27,500
1,500	1,500	18,000
3,000	3,000	36,000
2,000	2,000	24,000
83	83	1,000
27,500	27,500	330,000
66,126	66,126	793,513
1,750	1,750	21,000
\$353,084	\$353,084	4,237,013
\$39,810	\$39,810	477,721
\$39,810	\$39,810	477,721
\$482,144	\$482,144	5,785,734
\$482,145	\$482,145	5,785,734
\$0	\$0	0

Bainbridge Group Inc.
Incubator Project (Business Fortification Budget)
Budget Period: 2022-2023
Operating Budget

Account Description	Total Budget	OCT	NOV	DEC	JAN	FEB	MAR	APR	MAY	JUNE	JULY
REVENUE											
Grants	\$5,785,734	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145
SUB-TOTAL REVENUE	\$5,785,734	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145
PAYROLL EXPENSES											
Salaries	\$850,000	\$70,833	\$70,833	\$70,833	\$70,833	\$70,833	\$70,833	\$70,833	\$70,833	\$70,833	\$70,833
Benefits (26%)	\$221,000	\$18,417	\$18,417	\$18,417	\$18,417	\$18,417	\$18,417	\$18,417	\$18,417	\$18,417	\$18,417
SUB-TOTAL PAYROLL EXPENSES	\$1,071,000	\$89,250	\$89,250	\$89,250	\$89,250	\$89,250	\$89,250	\$89,250	\$89,250	\$89,250	\$89,250
OPERATING EXPENSES											
Occupancy	\$360,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000
Telephone	\$21,600	1,800	1,800	1,800	1,800	1,800	1,800	1,800	1,800	1,800	1,800
Utilities	\$36,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000
Client stipends	\$2,500,000	208,333	208,333	208,333	208,333	208,333	208,333	208,333	208,333	208,333	208,333
Business networking events	\$43,200	3,600	3,600	3,600	3,600	3,600	3,600	3,600	3,600	3,600	3,600
Dues/fees	\$25,200	2,100	2,100	2,100	2,100	2,100	2,100	2,100	2,100	2,100	2,100
Insurance	\$27,500	2,292	2,292	2,292	2,292	2,292	2,292	2,292	2,292	2,292	2,292
Marketing/PR	\$18,000	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500
Office equipment & maintenance	\$36,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000
Office supplies/printing	\$24,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000
Postage/shipping	\$1,000	83	83	83	83	83	83	83	83	83	83
Professional/contract services	\$330,000	27,500	27,500	27,500	27,500	27,500	27,500	27,500	27,500	27,500	27,500
Juneteenth Family	\$793,513	66,126	66,126	66,126	66,126	66,126	66,126	66,126	66,126	66,126	66,126
Travel/training	\$21,000	1,750	1,750	1,750	1,750	1,750	1,750	1,750	1,750	1,750	1,750
SUB-TOTAL OPERATING EXPENSES	\$4,237,013	\$353,084	\$353,084	\$353,084	\$353,084	\$353,084	\$353,084	\$353,084	\$353,084	\$353,084	\$353,084
A&G (9%)	\$477,721	\$39,810	\$39,810	\$39,810	\$39,810	\$39,810	\$39,810	\$39,810	\$39,810	\$39,810	\$39,810
SUB-TOTAL A & G	\$477,721	\$39,810	\$39,810	\$39,810	\$39,810	\$39,810	\$39,810	\$39,810	\$39,810	\$39,810	\$39,810
TOTAL PERSONNEL, OPERATING, A&G	\$5,785,734	\$482,144	\$482,144	\$482,144	\$482,144	\$482,144	\$482,144	\$482,144	\$482,144	\$482,144	\$482,144
TOTAL PROJECTED REVENUE	\$5,785,734	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145	\$482,145
TOTAL NET SURPLUS	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0

AUG	SEPT	TOTAL
\$482,145	\$482,145	5,785,734
\$482,145	\$482,145	5,785,734
\$70,833	\$70,833	850,000
\$18,417	\$18,417	22,100
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\$39,810	\$39,810	477,721
\$482,144	\$482,144	5,785,734
\$482,145	\$482,145	5,785,734
\$0	\$0	0

INTERNAL REVENUE SERVICE
DISTRICT DIRECTOR
31 HOPKINS PLAZA
BALTIMORE, MD 21201

DEPARTMENT OF THE TREASURY

Date: SEP 11 1995

THE BAINBRIDGE GROUP INC
C/O FRENTZIE GLOVER
1930 CHESTNUT STREET SUITE 1101
PHILADELPHIA, PA 19103

Employer Identification Number:
23-2763360
Case Number:
525186030
Contact Person:
R HUTCHINS
Contact Telephone Number:
(410) 962-4245
Accounting Period Ending:
December 31
Foundation Status Classification:
509(a)(1)
Advance Ruling Period Begins:
February 15, 1994
Advance Ruling Period Ends:
December 31, 1998
Addendum Applies:
YES

Dear Applicant:

Based on information you supplied, and assuming your operations will be as stated in your application for recognition of exemption, we have determined you are exempt from federal income tax under section 501(a) of the Internal Revenue Code as an organization described in section 501(c)(3).

Because you are a newly created organization, we are not now making a final determination of your foundation status under section 509(a) of the Code. However, we have determined that you can reasonably expect to be a publicly supported organization described in sections 509(a)(1) and 170(b)(1)(A)(vi).

Accordingly, during an advance ruling period you will be treated as a publicly supported organization, and not as a private foundation. This advance ruling period begins and ends on the dates shown above.

Within 90 days after the end of your advance ruling period, you must send us the information needed to determine whether you have met the requirements of the applicable support test during the advance ruling period. If you establish that you have been a publicly supported organization, we will classify you as a section 509(a)(1) or 509(a)(2) organization as long as you continue to meet the requirements of the applicable support test. If you do not meet the public support requirements during the advance ruling period, we will classify you as a private foundation for future periods. Also, if we classify you as a private foundation, we will treat you as a private foundation from your beginning date for purposes of section 507(d) and 4940.

Grantors and contributors may rely on our determination that you are not a private foundation until 90 days after the end of your advance ruling period. If you send us the required information within the 90 days, grantors and contributors may continue to rely on the advance determination until we make a final determination of your foundation status.

If we publish a notice in the Internal Revenue Bulletin stating that we

THE BAINBRIDGE GROUP INC

will no longer treat you as a publicly supported organization, grantors and contributors may not rely on this determination after the date we publish the notice. In addition, if you lose your status as a publicly supported organization, and a grantor or contributor was responsible for, or was aware of, the act or failure to act, that resulted in your loss of such status, that person may not rely on this determination from the date of the act or failure to act. Also, if a grantor or contributor learned that we had given notice that you would be removed from classification as a publicly supported organization, then that person may not rely on this determination as of the date he or she acquired such knowledge.

If you change your sources of support, your purposes, character, or method of operation, please let us know so we can consider the effect of the change on your exempt status and foundation status. If you amend your organizational document or bylaws, please send us a copy of the amended document or bylaws. Also, let us know all changes in your name or address.

As of January 1, 1984, you are liable for social security taxes under the Federal Insurance Contributions Act on amounts of \$100 or more you pay to each of your employees during a calendar year. You are not liable for the tax imposed under the Federal Unemployment Tax Act (FUTA).

Organizations that are not private foundations are not subject to the private foundation excise taxes under Chapter 42 of the Internal Revenue Code. However, you are not automatically exempt from other federal excise taxes. If you have any questions about excise, employment, or other federal taxes, please let us know.

Donors may deduct contributions to you as provided in section 170 of the Internal Revenue Code. Bequests, legacies, devises, transfers, or gifts to you or for your use are deductible for Federal estate and gift tax purposes if they meet the applicable provisions of sections 2055, 2106, and 2522 of the Code.

Donors may deduct contributions to you only to the extent that their contributions are gifts, with no consideration received. Ticket purchases and similar payments in conjunction with fundraising events may not necessarily qualify as deductible contributions, depending on the circumstances. Revenue Ruling 67-246, published in Cumulative Bulletin 1967-2, on page 104, gives guidelines regarding when taxpayers may deduct payments for admission to, or other participation in, fundraising activities for charity.

You are not required to file Form 990, Return of Organization Exempt From Income Tax, if your gross receipts each year are normally \$25,000 or less. If you receive a Form 990 package in the mail, simply attach the label provided, check the box in the heading to indicate that your annual gross receipts are normally \$25,000 or less, and sign the return.

If you are required to file a return you must file it by the 15th day of the fifth month after the end of your annual accounting period. We charge a penalty of \$10 a day when a return is filed late, unless there is reasonable

THE BAINBRIDGE GROUP INC

cause for the delay. However, the maximum penalty we charge cannot exceed \$5,000 or 5 percent of your gross receipts for the year, whichever is less. We may also charge this penalty if a return is not complete. So, please be sure your return is complete before you file it.

You are not required to file federal income tax returns unless you are subject to the tax on unrelated business income under section 511 of the Code. If you are subject to this tax, you must file an income tax return on Form 990-T, Exempt Organization Business Income Tax Return. In this letter we are not determining whether any of your present or proposed activities are unrelated trade or business as defined in section 513 of the Code.

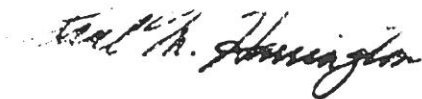
You need an employer identification number even if you have no employees. If an employer identification number was not entered on your application, we will assign a number to you and advise you of it. Please use that number on all returns you file and in all correspondence with the Internal Revenue Service.

If we said in the heading of this letter that an addendum applies, the addendum enclosed is an integral part of this letter.

Because this letter could help us resolve any questions about your exempt status and foundation status, you should keep it in your permanent records.

If you have any questions, please contact the person whose name and telephone number are shown in the heading of this letter.

Sincerely yours,



District Director

nclosure(s):
ddendum
orm 872-C

THE BAINBRIDGE GROUP INC

You are required to make available for public inspection a copy of your exemption application, and supporting documents, and this exemption letter. If you are required to file an annual information return, you are also required to make a copy of the return available for public inspection for three years after the return is due. Failure to make these documents available for public inspection may subject you to a penalty of \$10 per day for each day there is a failure to comply (up to a maximum of \$5,000 in the case of an annual return). See Internal Revenue Service Notice 88-120, 1988-2 C.B. 454, for additional information.

Guidelines under which private foundations may rely on this determination, for gifts, grants, and contributions made after March 13, 1989, were liberalized and published in Rev. Proc. 89-23, Cumulative Bulletin 1989-1, page 844.

Since you have not indicated that you intend to finance your activities with the proceeds of tax exempt bond financing, in this letter we have not determined the effect of such financing on your tax exempt status. You may obtain a confirmation ruling concerning the effect of tax-exempt bond financing on your exempt status from the Exempt Organizations Technical Division, Internal Revenue Service, 1111 Constitution Ave., N.W., Washington, D. C. 20224, Attn: E:EO.

Consent Fixing Period of Limitation Upon Assessment of Tax Under Section 4940 of the Internal Revenue Code

(Rev. July 1993)

Department of the Treasury
Internal Revenue Service

(See instructions on reverse side.)

To be used with
Form 1023. Submit
in duplicate.

Under section 6501(c)(4) of the Internal Revenue Code, and as part of a request filed with Form 1023 that the organization named below be treated as a publicly supported organization under section 170(b)(1)(A)(vi) or section 509(a)(2) during an advance ruling period,

The Bainbridge Group, Inc
(Exact legal name of organization as shown in organizing document)

1930 Chestnut St., Suite 1101 Phila PA 19103
(Number, street, city or town, state, and ZIP code)

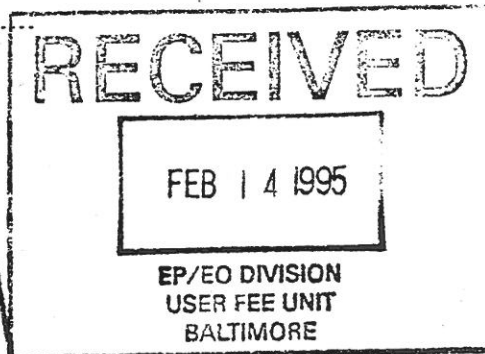
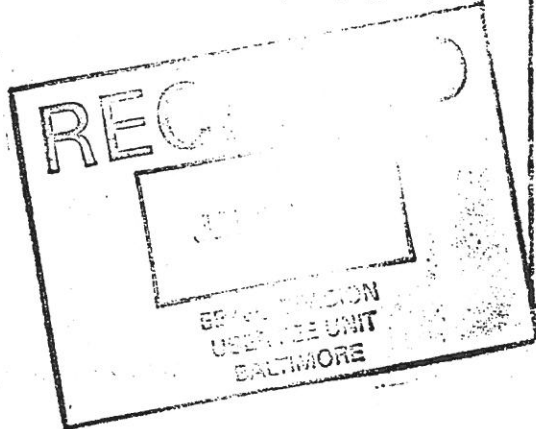
and the

District Director of
Internal Revenue, or
Assistant
Commissioner
(Employee Plans and
Exempt Organizations)

Consent and agree that the period for assessing tax (imposed under section 4940 of the Code) for any of the 5 tax years in the advance ruling period will extend 8 years, 4 months, and 15 days beyond the end of the first tax year.

However, if a notice of deficiency in tax for any of these years is sent to the organization before the period expires, the time for making an assessment will be further extended by the number of days the assessment is prohibited, plus 60 days.

Ending date of first tax year Dec, 31, 94
(Month, day, and year)



Name of organization (as shown in organizing document)

The Bainbridge Group, Inc

Date

January 18, 1995

Officer or trustee having authority to sign

Signature ▶ [Handwritten Signature]

Title ▶ President/CEO

For IRS use only

District Director or Assistant Commissioner (Employee Plans and Exempt Organizations)

[Handwritten Signature]

Date

2-11-95

By ▶ [Handwritten Signature] Actg Mar

Financial Summary

We are seeking grant funding in the amount of \$ \$14,268,03

The Black Folk Business Fortification Project is a full-service nonprofit business incubator dedicated to expanding and strengthening Black owned businesses operating in Black communities. The Project serves low to moderate income Black businesses in Philadelphia Pa. The Black Folk Business Fortification Project *sponsors 50 Black businesses* each year. Each sponsored business receives a \$50,000 stipend. The stipend covers enrollment and monthly invoices for individualized service plan activity fees, payroll for one paid position under the client's organization, business liability insurance fees and employee unemployment insurance policy fees. The Black Folk Business Fortification Project's design consists of one management hub, from which we administer recruitment, orientation, payroll, management, infrastructure development, training, coaching, meetings, and business client Hubs. There are five business client Hubs. They are located within Black neighborhoods and each business client Hub, houses ten Black businesses. The business client Hubs include a mix of office spaces, training spaces, storefronts, warehouse spaces, food preparation spaces and/or manufacturing and lab spaces that facilitate business client's products, services, vendors, and customer relationships.

By the end of fiscal year one, the Project will stimulate the Black economy by *creating 64 new jobs* in Black neighborhoods. By the end of fiscal year three, each of the 50, client businesses will create 1-3 additional employment opportunities in their Black neighborhoods. The Black Folk Business Fortification Project would be governed by an advisory board of approximately 11-21 members comprised of individuals with a mixture of entrepreneurial and technology experience. Representatives from Philadelphia Smart Wise Coalition, Philadelphia Black Male Community Council, Philadelphia Friends of the African Union, along with other key economic development organizations, and representatives of higher education institutions will be invited to sit on the Advisory Board. The Black Folk Business Fortification Project is designed to cultivate business habits and practices that promote and sustain business success. Our aim is to achieve a 90% success rate with Black companies that utilize our services.

Three-Year Operating Budget

Revenue	Year 1	Year 2	Year 3
Incubator client rents	0	0	0
Anchor tenant rents	0	0	0
Service fees	0	0	0
Grants	4,234,788	4,234,788	4,234,788
Donations	0	0	0
Donations in kind	0	0	0
Total Revenue	4,234,788	4,234,788	4,234,788

Payroll Expenses

Salaries	850,000	850,000	850,000
Benefits 16.25%	221,000	221,000	221,000
Total Payroll Expenses	1,071,000	1,071,000	1,071,000

Operating Expenses

Occupancy	60,000	60,000	60,000
Telephone/fax/internet	3,600	3,600	3,600
Utilities	6,000	6,000	6,000
Books/subscriptions	1,800	1,800	1,800
Client stipends	2,500,000	2,500,000	2,500,000
Business networking events	7,200	7,200	7,200
Dues/fees	4,200	4,200	4,200
Insurance	14,000	14,000	14,000
Janitorial service	28,000	28,000	28,000
Landscape maintenance	4,800	4,800	4,800
Maintenance/repairs	3,000	3,000	3,000
Marketing/PR	18,000	18,000	18,000
Office equipment maintenance	6,000	6,000	6,000
Office supplies/printing	24,000	24,000	24,000
Postage/shipping	1,000	1,000	1,000
Professional/contract services	112,000	112,000	112,000
Tenant improvements	6,000	6,000	6,000
Trash removal	2,527	2,527	2,527
Travel/training	12,000	12,000	12,000
Total Operating Expenses	2,814,127	2,814,127	2,814,127

A&G	349,661	349,661	349,661
Total Expenses	4,234,788	4,234,788	4,234,788

Net Income/Loss	0	0	0
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PROJECT BUDGETS AND FINANCIAL DATA

The budget presented in this plan includes a facility budget that assumes renovation on our existing location for the Black Folk Business Fortification Project facility, an estimate of capital expenditures for start-up, and a preliminary operating budget for years one through three of Business Fortification Project operations.

Facility development budget is estimated at \$1,017,600

Capital expenditures are estimated at \$ 503,035

Operating budget for three- year one period is estimated at \$12,704,364

The facility development budget involves construction related costs for the Black Folk Business Fortification Project facility. Capital expenditures are one-time expenses related to start-up such as phone system, furnishing for administrative office, conference rooms, resource Project, labs, manufacturing, food processing, etc. The operating budget estimates expenses associated with the first three years of the Black Business Fortification Project's operations including salaries. The following financial information is included in this section:

- 1) A Start-up Facility Development Budget,
- 2) A Start-up Capital Expenditures Budget and
- 3) A Three- Year Operating Budget

Start-up Facility Development Budget

	Estimated Unit Cost/Value	Total Costs
This facility development budget estimate reflects a scenario of a 12,800 square foot space located in 19124 zip code. FACTOR		
Facility size, total square feet	12,800	
Renovation cost for 10,800 square feet of office and common area space with tenant improvements. Includes site-prep, direct construction costs, soft costs, and contingency.	\$75	\$810,000
Construction cost for four, 500 square feet lab spaces	\$150	\$150,000
Total Estimated Facility Development Cost and 9%		\$ 1,046,400


Start-up Capital Expenditure Budget

This capital expenditure budget estimates one-time expenses associated with start-up. ITEM	ESTIMATED EXPENSE
Administrative Equipment Computers, fax, printer, software, etc.	\$ 24,000
Resource Project Computers, printer, scanner, software, fax etc.	32,000
Furniture/Furnishings Desks, chairs, files cabinets, shelving, signage, conference tables, AV equipment, white boards, reception furnishing, etc.	30,000
Break Room Kitchen appliances, tables, chairs, etc.	6,000
Telephone System Equipment, switch, phones, install and configure, etc.	45,000
Startup Staff three months	281,562
Network Equipment Server, router, and hub, install and configure, etc.	12,000
Internet Access and Network Wiring Firewall, cabling, install and configure, etc.	44,000
TOTAL Estimated Capital Expenditures @ 9%	\$ 517,273

Budget projections for sustainability

Quantity	Activity	Fee Charged	Revenue
40	Office cubicle/space Sharing	\$600 x 12months	\$288,000
20	Offices	\$900 x 12 months	\$216,000
100	Mailboxes	\$20 x 12 months	\$ 24,000
200	Workshops/ training	\$749 x 12 months	\$1,797,600
200	Coaching	\$649 x 12 months	\$1,557.600
50	Business Incorporations	\$750 x 12 months	\$450,000
7045	Annual Transactions		\$4,333,200

Client and Tenant Service Fee Strategy

 Rental rates and occupancy assumptions:

	Year 1	Year 2	Year 3		
Black Business Fortification Project Clients					
Assumes 6,400 sq. ft. client space					
% space leased	100%	100%	100%		
Sq. ft. space leased	6,400	6,400	6,400		
Rental rate sq. ft. (average of escalating rent schedule)	10.75	10.75	10.75		
Anchor Tenants					
Assumes 5,400 sq. ft. tenant space					
% space leased	100%	100%	100%		
Sq. ft. space leased	5,400	5,400	5,400		

Bainbridge Group

Administration

Profit & Loss Statement

for the period 7/10/2020 to 8/10/2020

<u>Income</u>		<u>Amount</u>
1 Sales	\$	318000
2 Other Income	\$	<u>56731</u>
3 Total Income		\$ <u>374731</u>
 <u>Expenses</u>		
4 Advertising	\$	900
5 Bank Charges	\$	360
6 Depreciation	\$	300
7 Equipment Rental	\$	1500
8 Insurance	\$	1800
9 Interest	\$	117
10 Office Supplies	\$	1800
11 Postage & Printing	\$	2400
12 Repairs & Maintenance	\$	3000
13 Salary	\$	162508
14 Telephone & Internet	\$	3528
15 Training / Seminars	\$	2812
16 Utilities	\$	2400
17 Vehicle	\$	5676
 Other Expenses:		
18 Vendor/consultants	\$	88630
19	\$	
20	\$	<u> </u>
21 Total Expenses		\$ <u>277731</u>
22 Profit / (Loss)		\$ <u><u>97000</u></u>

Prepared by: Frentzie Glover

Date: 08/12/2020

PROJECTED BALANCE SHEET

Bainbridge Group Inc

Historical
8/10/2020

Projected
10/10/2020

	Historical 8/10/2020	Projected 10/10/2020
ASSETS		
Current Assets		
Cash in bank	\$ 97,000	\$ 97,000
Accounts receivable	174,273	14,268,000
Inventory	42,500	42,500
Prepaid expenses	500	500
Other current assets	16,000	16,000
Total Current Assets	\$ 330,273	\$ 14,424,000

Fixed Assets		
Machinery and equipment	\$ 10,800	\$ 10,800
Furniture and fixtures	15,200	45,200
Leasehold improvements	5,000	5,000
Land and buildings	1,350,000	1,350,000
Other fixed assets	-	-
(LESS accumulated depreciation on all fixed assets)	-	(130,000)
Total Fixed Assets (net of depreciation)	\$ 1,381,000	\$ 1,281,000

Other Assets		
Intangibles	\$ -	\$ -
Deposits	-	-
Goodwill	-	-
Other	-	-
Total Other Assets	\$ -	\$ -
TOTAL Assets	\$ 1,711,273	\$ 15,705,000

LIABILITIES AND EQUITY

Current Liabilities

Accounts payable	\$ 5,464	\$ 5,464
Interest payable	-	-
Taxes payable	5,200	5,200
Notes, short-term (due within 12 months)	-	-
Current part, long-term debt	-	-
Other current liabilities	-	-
Total Current Liabilities	\$ 10,664	\$ 10,664

Income Statement

Bainbridge Group Inc

7/01/2019- 6/30/2020

Financial Statements in U.S. Dollars

Revenue		
Gross Sales	9948	
Less: Sales Returns and Allowances	0	
Net Sales		9948
Cost of Goods Sold		
Beginning Inventory	100	
Add: Purchases		
Freight-in		
Direct Labor	12000	
Indirect Expenses	0	
Inventory Available	0	
Less: Ending Inventory	100	
Cost of Goods Sold		(100)
Gross Profit (Loss)		10048
Expenses		
Advertising	900	
Amortization	0	
Bad Debts	0	
Bank Charges	0	
Charitable Contributions	0	
Commissions	0	
Contract Labor	0	
Depreciation	0	
Dues and Subscriptions	300	
Employee Benefit Programs	300	
Insurance	1800	
Interest	12	
Legal and Professional Fees	700	
Licenses and Fees	0	
Miscellaneous	800	
Office Expense	12000	
Payroll Taxes	900	
Postage	2400	
Rent	12000	
Repairs and Maintenance	3000	
Supplies	1800	
Telephone	3528	
Travel	3000	
Utilities	2400	
Vehicle Expenses	40000	
Wages	0	
Total Expenses		85840
Net Operating Income		(75792)
Other Income		
Gain (Loss) on Sale of Assets	174273	
Interest Income	0	
Total Other Income		174273
Net Income (Loss)		98481

Bainbridge Group
Annual Operating Budget
Administration Division

Account Description	Total Budget	SEP	OCT	NOV	DEC	JAN	FEB	MAR	APR	MAY	JUN	JUL	AUG	TOTAL
REVENUE														
3602 ADMINISTRATION Funds and Counseling Fees	\$374,731													\$0
TOTAL REVENUE	\$374,731													\$0
DIRECT EXPENSES														
PERSONNEL														
4010 Salary and Wages	\$126,960	10580	10580	10580	10580	10580	10580	10580	10580	10580	10580	10580	10580	\$126,960
4011 Overtime	\$0	0	0	0	0	0	0	0	0	0	0	0	0	\$0
4190 Fringe Benefits	\$35,548	2962	2962	2962	2962	2962	2962	2962	2962	2962	2962	2962	2962	\$35,548
SUB-TOTAL PERSONNEL	\$162,508	13542	13542	13542	13542	13542	13542	13542	13542	13542	13542	13542	13542	\$162,508
OPERATING EXPENSES														
4250 Travel	\$1,638	7	9	157	137	144	99	112	114	60	51	621	127	\$1,638
5120 Supplies & Material	\$1,800	74	6	483	142	102	150	150	150	150	150	244	0	\$1,800
5150 Training	\$2,812	18	25	19	801	108	17	19	44	129	367	749	516	\$2,812
5220 Printing	\$2,336	0	0	410	0	292	0	250	0	320	0	187	877	\$2,336
5330 Postage	\$1,826	400	0	90	400	83	90	24	200	90	22	344	82	\$1,826
6110 Consultants	\$0	0	0	0	0	0	0	0	0	0	0	0	0	\$0
6120 Vendors	\$88,630	8613	7502	7544	6709	7193	9720	9718	5634	7200	7118	6150	5529	\$88,630
6460 Technical Equipment	\$5,676	0	0	321	66	277	282	270	392	1379	519	220	1950	\$5,676
6900 Other Operating Costs	\$71,846	5987	410	410	410	410	410	410	410	410	410	410	410	\$71,846
SUB-TOTAL OPERATING	\$176,564	15099	7951	9434	8665	8610	10768	10954	6944	9738	8637	8925	9490	\$115,215
TOTAL PERSONNEL & OPERATING EXPENSES	\$339,072	28641	21493	22976	22208	22152	24310	24496	20486	23281	22179	22467	23035	\$277,723
TOTAL PROJECTED REVENUE	\$374,731	31228	31228	31228	31228	31228	31228	31228	31228	31228	31228	31228	31228	\$374,731
TOTAL NET SURPLUS	\$35,659	\$2,587	\$9,734	\$8,252	\$9,020	\$9,075	\$6,918	\$6,732	\$10,742	\$7,947	\$9,048	\$8,760	\$8,193	\$97,008

Form 941 for 2020: Employer's QUARTERLY Federal Tax Return

(Rev. April 2020)

Department of the Treasury - Internal Revenue Service

OMB No. 1545-0029

Employer identification number (EIN) **2 3 - 2 7 6 3 3 6 0**

Name (not your trade name) **BAINBRIDGE GROUP INC**

Trade name (if any)

Address **4222 TACKAWANNA STREET**

Number Street Suite or room number

PHILADELPHIA PA 19124

City State ZIP code

Foreign country name Foreign province/county Foreign postal code

Report for this Quarter of 2020 (Check one.)

1: January, February, March

2: April, May, June

3: July, August, September

4: October, November, December

Go to www.irs.gov/Form941 for instructions and the latest information.

Read the separate instructions before you complete Form 941. Type or print within the boxes.

Part 1: Answer these questions for this quarter.

1 Number of employees who received wages, tips, or other compensation for the pay period including: June 12 (Quarter 2), Sept. 12 (Quarter 3), or Dec. 12 (Quarter 4) 1 **3**

2 Wages, tips, and other compensation 2 **12,965.00**

3 Federal income tax withheld from wages, tips, and other compensation 3 **539.05**

4 If no wages, tips, and other compensation are subject to social security or Medicare tax Check and go to line 6.

	Column 1		Column 2
5a Taxable social security wages . . .	12,965.00	× 0.124 =	1,607.66
5a (i) Qualified sick leave wages	× 0.062 =	.
5a (ii) Qualified family leave wages	× 0.062 =	.
5b Taxable social security tips	× 0.124 =	.
5c Taxable Medicare wages & tips . . .	12,965.00	× 0.029 =	375.99
5d Taxable wages & tips subject to Additional Medicare Tax withholding	.	× 0.009 =	.

5e Total social security and Medicare taxes. Add Column 2 from lines 5a, 5a(i), 5a(ii), 5b, 5c, and 5d 5e **1,983.65**

5f Section 3121(q) Notice and Demand —Tax due on unreported tips (see instructions) 5f .

6 Total taxes before adjustments. Add lines 3, 5e, and 5f 6 **2,522.70**

7 Current quarter's adjustment for fractions of cents 7 .

8 Current quarter's adjustment for sick pay 8 .

9 Current quarter's adjustments for tips and group-term life insurance 9 .

10 Total taxes after adjustments. Combine lines 6 through 9 10 **2,522.70**

11a Qualified small business payroll tax credit for increasing research activities. Attach Form 8974 11a .

11b Nonrefundable portion of credit for qualified sick and family leave wages from Worksheet 1 11b .

11c Nonrefundable portion of employee retention credit from Worksheet 1 11c .

Name (not your trade name) BAINBRIDGE GROUP INC	Employer identification number (EIN) 23-2763360
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Part 1: Answer the questions for this quarter. (continued)

11d Total nonrefundable credits. Add lines 11a,11b, and 11c.	11d	
12 Total taxes after adjustments and nonrefundable credits. Subtract line 11d from line 10	12	2,522.70
13a Total deposits for this quarter, including overpayment applied from a prior quarter and overpayments applied from Form 941-X, 941-X (PR), 944-X, or 944-X (SP) filed in the current quarter	13a	2,522.70
13b Deferred amount of the employer share of social security tax	13b	.
13c Refundable portion of credit for qualified sick and family leave wages from Worksheet 1.	13c	.
13d Refundable portion of employee retention credit from Worksheet 1	13d	.
13e Total deposits, deferrals, and refundable credits. Add lines 13a, 13b, 13c, and 13d	13e	2,522.70
13f Total advances received from filing Form(s) 7200 for the quarter	13f	.
13g Total deposits, deferrals, and refundable credits less advances. Subtract line 13f from line 13e	13g	2,522.70
14 Balance due. If line 12 is more than line 13g, enter the difference and see the instructions	14	.
15 Overpayment. If line 13g is more than line 12, enter the difference

Check one: Apply to next return. Send a refund.

Part 2: Tell us about your deposit schedule and tax liability for this quarter.

If you're unsure about whether you're a monthly schedule depositor or a semiweekly schedule depositor, see section 11 of Pub. 15.

16 Check one: Line 12 on this return is less than \$2,500 or line 12 on the return for the prior quarter was less than \$2,500, and you didn't incur a \$100,000 next-day deposit obligation during the current quarter. If line 12 for the prior quarter was less than \$2,500 but line 12 on this return is \$100,000 or more, you must provide a record of your federal tax liability. If you're a monthly schedule depositor, complete the deposit schedule below; if you're a semiweekly schedule depositor, attach Schedule B (Form 941). Go to Part 3.

You were a monthly schedule depositor for the entire quarter. Enter your tax liability for each month and total liability for the quarter, then go to Part 3.

Tax liability: Month 1

Month 2

Month 3

Total liability for quarter

Total must equal line 12.

You were a semiweekly schedule depositor for any part of this quarter. Complete Schedule B (Form 941), Report of Tax Liability for Semiweekly Schedule Depositors, and attach it to Form 941. Go to Part 3.

▶ You MUST complete all three pages of Form 941 and SIGN it.

Next ➔

Name (not your trade name)

BAINBRIDGE GROUP INC

Employer identification number (EIN)

23-2763360

Part 3: Tell us about your business. If a question does NOT apply to your business, leave it blank.

17 If your business has closed or you stopped paying wages Check here, and enter the final date you paid wages [/ /]; also attach a statement of your return. See instructions.

18 If you're a seasonal employer and you don't have to file a return for every quarter of the year . . . Check here.

19 Qualified health plan expenses allocable to qualified sick leave wages 19 []

20 Qualified health plan expenses allocable to qualified family leave wages 20 []

21 Qualified wages for the employee retention credit 21 []

22 Qualified health plan expenses allocable to wages reported on line 21 22 []

23 Credit from Form 5884-C, line 11, for this quarter 23 []

24 Qualified wages paid March 13 through March 31, 2020, for the employee retention credit (use this line only for the second quarter filing of Form 941) 24 []

25 Qualified health plan expenses allocable to wages reported on line 24 (use this line only for the second quarter filing of Form 941) 25 []

Part 4: May we speak with your third-party designee?

Do you want to allow an employee, a paid tax preparer, or another person to discuss this return with the IRS? See the instructions for details.

Yes. Designee's name and phone number [] []

Select a 5-digit personal identification number (PIN) to use when talking to the IRS. [] [] [] [] []

No.

Part 5: Sign here. You MUST complete all three pages of Form 941 and SIGN it.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

X

Sign your name here

REFERENCE COPY PREPARED BY PAYCHEX

Print your name here

[]

Print your title here

[]

Date []

Best daytime phone []

Paid Preparer Use Only

Check if you're self-employed . . .

Preparer's name []

PTIN []

Preparer's signature []

Date []

Firm's name (or yours if self-employed) []

EIN []

Address []

Phone []

City []

State []

ZIP code []

Schedule B (Form 941):

Report of Tax Liability for Semiweekly Schedule Depositors

OMB No. 1545-0029

(Rev. January 2017)

Department of the Treasury - Internal Revenue Service

Employer identification number (EIN) 2 3 - 2 7 6 3 3 6 0

Name (not your trade name) BAINBRIDGE GROUP INC

Calendar year 2 0 2 0 (Also check quarter)

Report for this Quarter ... (Check one.)

- 1: January, February, March
- 2: April, May, June
- 3: July, August, September
- 4: October, November, December

Use this schedule to show your TAX LIABILITY for the quarter; don't use it to show your deposits. When you file this form with Form 941 or Form 941-SS, don't change your tax liability by adjustments reported on any Forms 941-X or 944-X. You must fill out this form and attach it to Form 941 or Form 941-SS if you're a semiweekly schedule depositor or became one because your accumulated tax liability on any day was \$100,000 or more. Write your daily tax liability on the numbered space that corresponds to the date wages were paid. See Section 11 in Pub. 15 for details.

Month 1

1	9	17	25
2	10	18	26
3	11	19	27
4	12	20	28
5	13	21	29
6	14	22	30
7	15	23	31
8	16	24	

Tax liability for Month 1

.

Month 2

1	9	17	25
2	10	18	26
3	11	19	27
4	12	20	28
5	13	21	29
6	14	22	30
7	15	23	31
8	16	24	

Tax liability for Month 2

1,034.27

Month 3

1	9	17	25
2	10	18	26
3	11	19	27
4	12	20	28
5	13	21	29
6	14	22	30
7	15	23	31
8	16	24	

Tax liability for Month 3

1,488.43

Fill in your total liability for the quarter (Month 1 + Month 2 + Month 3) ►

Total must equal line 12 on Form 941 or Form 941-SS.

Total liability for the quarter

2,522.70

Employer identification number (EIN) **23-2763360**

Name (not your trade name) **Bainbridge Group Inc**

Trade name (if any) _____

Address **4222 Tackawanna Street**
 Number Street Suite or room number

Philadelphia **PA** **19124**
 City State ZIP code

Foreign country name Foreign province/county Foreign postal code

Type of Return
 (Check all that apply.)

a. Amended

b. Successor employer

c. No payments to employees in 2018

d. Final: Business closed or stopped paying wages

Go to www.irs.gov/Form940 for instructions and the latest information.

Read the separate instructions before you complete this form. Please type or print within the boxes.

Part 1: Tell us about your return. If any line does NOT apply, leave it blank. See instructions before completing Part 1.

1a If you had to pay state unemployment tax in one state only, enter the state abbreviation 1a

1b If you had to pay state unemployment tax in more than one state, you are a multi-state employer 1b Check here. Complete Schedule A (Form 940).

2 If you paid wages in a state that is subject to CREDIT REDUCTION 2 Check here. Complete Schedule A (Form 940).

Part 2: Determine your FUTA tax before adjustments. If any line does NOT apply, leave it blank.

3 Total payments to all employees 3

4 Payments exempt from FUTA tax 4

Check all that apply: 4a Fringe benefits 4c Retirement/Pension 4e Other
 4b Group-term life insurance 4d Dependent care

5 Total of payments made to each employee in excess of \$7,000 5

6 Subtotal (line 4 + line 5 = line 6) 6

7 Total taxable FUTA wages (line 3 - line 6 = line 7). See instructions 7

8 FUTA tax before adjustments (line 7 x 0.006 = line 8) 8

Part 3: Determine your adjustments. If any line does NOT apply, leave it blank.

9 If ALL of the taxable FUTA wages you paid were excluded from state unemployment tax, multiply line 7 by 0.054 (line 7 x 0.054 = line 9). Go to line 12 9

10 If SOME of the taxable FUTA wages you paid were excluded from state unemployment tax, OR you paid ANY state unemployment tax late (after the due date for filing Form 940), complete the worksheet in the instructions. Enter the amount from line 7 of the worksheet 10

11 If credit reduction applies, enter the total from Schedule A (Form 940) 11

Part 4: Determine your FUTA tax and balance due or overpayment. If any line does NOT apply, leave it blank.

12 Total FUTA tax after adjustments (lines 8 + 9 + 10 + 11 = line 12) 12

13 FUTA tax deposited for the year, including any overpayment applied from a prior year 13

14 Balance due. If line 12 is more than line 13, enter the excess on line 14.
 • If line 14 is more than \$500, you must deposit your tax.
 • If line 14 is \$500 or less, you may pay with this return. See instructions 14

15 Overpayment. If line 13 is more than line 12, enter the excess on line 15 and check a box below 15

▶ You **MUST** complete both pages of this form and **SIGN** it. Check one: Apply to next return. Send a refund.

Next

Name (not your trade name)

Bainbridge Group Inc

Employer identification number (EIN)

232 76 3360

Part 5: Report your FUTA tax liability by quarter only if line 12 is more than \$500. If not, go to Part 6.

16 Report the amount of your FUTA tax liability for each quarter; do NOT enter the amount you deposited. If you had no liability for a quarter, leave the line blank.

16a 1st quarter (January 1 - March 31) 16a []

16b 2nd quarter (April 1 - June 30) 16b []

16c 3rd quarter (July 1 - September 30) 16c []

16d 4th quarter (October 1 - December 31) 16d []

17 Total tax liability for the year (lines 16a + 16b + 16c + 16d = line 17) 17 [] Total must equal line 12.

Part 6: May we speak with your third-party designee?

Do you want to allow an employee, a paid tax preparer, or another person to discuss this return with the IRS? See the instructions for details.

Yes. Designee's name and phone number [] []

Select a 5-digit Personal Identification Number (PIN) to use when talking to IRS [] [] [] [] []

No.

Part 7: Sign here. You MUST complete both pages of this form and SIGN it.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that no part of any payment made to a state unemployment fund claimed as a credit was, or is to be, deducted from the payments made to employees. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

X Sign your name here

[Signature]

Print your name here Frenzie Glover

Print your title here CEO

Date 4/12/2018

Best daytime phone 830AM - 7PM

Paid Preparer Use Only

Check if you are self-employed

Preparer's name [] PTIN []

Preparer's signature [] Date / /

Firm's name (or yours if self-employed) [] EIN []

Address [] Phone []

City [] State [] ZIP code []

Form **940 for 2019: Employer's Annual Federal Unemployment (FUTA) Tax Return**

Department of the Treasury — Internal Revenue Service

850113

OMB No. 1545-0028

Employer identification number (EIN) -

Name (not your trade name)

Trade name (if any)

Address

Number Street Suite or room number

City State ZIP code

Foreign country name Foreign province/county Foreign postal code

Type of Return
(Check all that apply.)

a. Amended

b. Successor employer

c. No payments to employees in 2019

d. Final: Business closed or stopped paying wages

Go to www.irs.gov/Form940 for instructions and the latest information.

Read the separate instructions before you complete this form. Please type or print within the boxes.

Part 1: Tell us about your return. If any line does NOT apply, leave it blank. See instructions before completing Part 1.

1a If you had to pay state unemployment tax in one state only, enter the state abbreviation 1a

1b If you had to pay state unemployment tax in more than one state, you are a multi-state employer 1b Check here. Complete Schedule A (Form 940).

2 If you paid wages in a state that is subject to CREDIT REDUCTION 2 Check here. Complete Schedule A (Form 940).

Part 2: Determine your FUTA tax before adjustments. If any line does NOT apply, leave it blank.

3 Total payments to all employees 3

4 Payments exempt from FUTA tax 4

Check all that apply: 4a Fringe benefits 4c Retirement/Pension 4e Other
4b Group-term life insurance 4d Dependent care

5 Total of payments made to each employee in excess of \$7,000 5

6 Subtotal (line 4 + line 5 = line 6) 6

7 Total taxable FUTA wages (line 3 - line 6 = line 7). See instructions. 7

8 FUTA tax before adjustments (line 7 x 0.006 = line 8) 8

Part 3: Determine your adjustments. If any line does NOT apply, leave it blank.

9 If ALL of the taxable FUTA wages you paid were excluded from state unemployment tax, multiply line 7 by 0.054 (line 7 x 0.054 = line 9). Go to line 12 9

10 If SOME of the taxable FUTA wages you paid were excluded from state unemployment tax, OR you paid ANY state unemployment tax late (after the due date for filing Form 940), complete the worksheet in the instructions. Enter the amount from line 7 of the worksheet 10

11 If credit reduction applies, enter the total from Schedule A (Form 940) 11

Part 4: Determine your FUTA tax and balance due or overpayment. If any line does NOT apply, leave it blank.

12 Total FUTA tax after adjustments (lines 8 + 9 + 10 + 11 = line 12) 12

13 FUTA tax deposited for the year, including any overpayment applied from a prior year 13

14 Balance due. If line 12 is more than line 13, enter the excess on line 14.
• If line 14 is more than \$500, you must deposit your tax.
• If line 14 is \$500 or less, you may pay with this return. See instructions 14

15 Overpayment. If line 13 is more than line 12, enter the excess on line 15 and check a box below 15

▶ You **MUST** complete both pages of this form and **SIGN** it. Check one: Apply to next return. Send a refund.

Next ▶

Name (not your trade name)

Bainbridge Group Inc

Employer identification number (EIN)

232763360

Part 5: Report your FUTA tax liability by quarter only if line 12 is more than \$500. If not, go to Part 6.

16 Report the amount of your FUTA tax liability for each quarter; do NOT enter the amount you deposited. If you had no liability for a quarter, leave the line blank.

16a 1st quarter (January 1 - March 31) 16a []

16b 2nd quarter (April 1 - June 30) 16b []

16c 3rd quarter (July 1 - September 30) 16c []

16d 4th quarter (October 1 - December 31) 16d []

17 Total tax liability for the year (lines 16a + 16b + 16c + 16d = line 17) 17 [] Total must equal line 12.

Part 6: May we speak with your third-party designee?

Do you want to allow an employee, a paid tax preparer, or another person to discuss this return with the IRS? See the instructions for details.

[X] Yes. Designee's name and phone number Frenzie Glover 215-533-4686

Select a 5-digit Personal Identification Number (PIN) to use when talking to IRS [1][2][5][0][8]

[] No.

Part 7: Sign here. You MUST complete both pages of this form and SIGN it.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that no part of any payment made to a state unemployment fund claimed as a credit was, or is to be, deducted from the payments made to employees. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

X Sign your name here

[Handwritten Signature]

Print your name here Frenzie Glover

Print your title here CEO

Date 12/31/2019

Best daytime phone 215-533-4686

Paid Preparer Use Only

Check if you are self-employed []

Preparer's name [] PTIN []

Preparer's signature [] Date []

Firm's name (or yours if self-employed) [] EIN []

Address [] Phone []

City [] State [] ZIP code []

Worksheet 1. Credit for Qualified Sick and Family Leave Wages and the Employee Retention Credit

Keep for Your Records

Determine how you will complete this worksheet

If you paid both qualified sick and family leave wages and qualified wages for purposes of the employee retention credit this quarter, complete Step 1, Step 2, and Step 3. If you paid qualified sick and family leave wages this quarter but you didn't pay any qualified wages for purposes of the employee retention credit this quarter, complete Step 1 and Step 2. If you paid qualified wages for purposes of the employee retention credit this quarter but you didn't pay any qualified sick and family leave wages this quarter, complete Step 1 and Step 3.

Step 1. Determine the employer share of social security tax this quarter after it is reduced by any credit claimed on Form 8974 and any credit to be claimed on Form 5884-C

1a	Enter the amount of social security tax from Form 941, Part 1, line 5a, column 2	1a	1,607.66
1b	Enter the amount of social security tax from Form 941, Part 1, line 5b, column 2	1b	
1c	Add lines 1a and 1b	1c	1,607.66
1d	Multiply line 1c by 50% (0.50)	1d	803.83
1e	If you're a third-party payer of sick pay that isn't an agent and you're claiming credits for amounts paid to your employees, enter the employer share of social security tax included on Form 941, Part 1, line 8 (enter as a positive number)	1e	
1f	Subtract line 1e from line 1d	1f	803.83
1g	If you received a Section 3121(q) Notice and Demand during the quarter, enter the amount of the employer share of social security tax from the notice	1g	
1h	Employer share of social security tax. Add lines 1f and 1g	1h	803.83
1i	Enter the amount from Form 941, Part 1, line 11a (credit from Form 8974)	1i	
1j	Enter the amount to be claimed on Form 5884-C, line 11, for this quarter	1j	
1k	Total nonrefundable credits already used against the employer share of social security tax. Add lines 1i and 1j	1k	
1l	Employer share of social security tax remaining. Subtract line 1k from line 1h	1l	803.83

Step 2. Figure the sick and family leave credit

2a	Qualified sick leave wages reported on Form 941, Part 1, line 5a(i), column 1	2a	
2a(i)	Qualified sick leave wages included on Form 941, Part 1, line 5c, but not included on Form 941, Part 1, line 5a(i), column 1, because the wages reported on that line were limited by the social security wage base	2a(i)	
2a(ii)	Total qualified sick leave wages. Add lines 2a and 2a(i)	2a(ii)	
2b	Qualified health plan expenses allocable to qualified sick leave wages (Form 941, Part 3, line 19)	2b	
2c	Employer share of Medicare tax on qualified sick leave wages. Multiply line 2a(ii) by 1.45% (0.0145)	2c	
2d	Credit for qualified sick leave wages. Add lines 2a(ii), 2b, and 2c	2d	
2e	Qualified family leave wages reported on Form 941, Part 1, line 5a(ii), column 1	2e	
2e(i)	Qualified family leave wages included on Form 941, Part 1, line 5c, but not included on Form 941, Part 1, line 5a(ii), column 1, because the wages reported on that line were limited by the social security wage base	2e(i)	
2e(ii)	Total qualified family leave wages. Add lines 2e and 2e(i)	2e(ii)	
2f	Qualified health plan expenses allocable to qualified family leave wages (Form 941, Part 3, line 20)	2f	
2g	Employer share of Medicare tax on qualified family leave wages. Multiply line 2e(ii) by 1.45% (0.0145)	2g	
2h	Credit for qualified family leave wages. Add lines 2e(ii), 2f, and 2g	2h	
2i	Credit for qualified sick and family leave wages. Add lines 2d and 2h	2i	
2j	Nonrefundable portion of credit for qualified sick and family leave wages. Enter the smaller of line 1l or line 2i. Enter this amount on Form 941, Part 1, line 11b	2j	
2k	Refundable portion of credit for qualified sick and family leave wages. Subtract line 2j from line 2i and enter this amount on Form 941, Part 1, line 13c	2k	

Step 3. Figure the employee retention credit

3a	Qualified wages (excluding qualified health plan expenses) for the employee retention credit (Form 941, Part 3, line 21)	3a	
3b	Qualified health plan expenses allocable to qualified wages for the employee retention credit (Form 941, Part 3, line 22)	3b	
3c	Qualified wages (excluding qualified health plan expenses) paid March 13, 2020, through March 31, 2020, for the employee retention credit (Form 941, Part 3, line 24). Enter an amount here only for the second quarter Form 941	3c	
3d	Qualified health plan expenses allocable to qualified wages paid March 13, 2020, through March 31, 2020, for the employee retention credit (Form 941, Part 3, line 25). Enter an amount here only for the second quarter Form 941	3d	
3e	Add lines 3a, 3b, 3c, and 3d	3e	
3f	Retention credit. Multiply line 3e by 50% (0.50)	3f	
3g	Enter the amount of the employer share of social security tax from Step 1, line 1l	3g	803.83
3h	Enter the amount of the nonrefundable portion of the credit for qualified sick and family leave wages from Step 2, line 2j	3h	
3i	Subtract line 3h from line 3g	3i	803.83
3j	Nonrefundable portion of employee retention credit. Enter the smaller of line 3f or line 3i. Enter this amount on Form 941, Part 1, line 11c	3j	
3k	Refundable portion of employee retention credit. Subtract line 3j from line 3f and enter this amount on Form 941, Part 1, line 13d	3k	

Caution:
Only complete lines 3c and 3d for your second quarter 2020 Form 941.

Form 1096	Annual Summary and Transmittal of U.S. Information Returns	OMB No. 1545-0108
Department of the Treasury Internal Revenue Service		2019

FILER'S name Bainbridge Group Inc <small>Street address (including room or suite number)</small> 4222 Tackawanna St <small>City or town, state or province, country, and ZIP or foreign postal code</small> Philadelphia PA 19124																			
Name of person to contact Frentzie Glover								Telephone number 215 533 4686											
Email address bainbridgegroup@yahoo.com								Fax number 215 533-4686											
1 Employer identification number 232 76 3360				2 Social security number				3 Total number of forms 6				4 Federal income tax withheld \$ 0				5 Total amount reported with this Form 1096 \$ 89,980			
6 Enter an "X" in only one box below to indicate the type of form being filed.														7 Form 1099-MISC with NEC in box 7, check <input type="checkbox"/>					
W-2G 32 <input type="checkbox"/>	1097-BTC 50 <input type="checkbox"/>	1098 81 <input type="checkbox"/>	1098-C 78 <input type="checkbox"/>	1098-E 84 <input type="checkbox"/>	1098-F 03 <input type="checkbox"/>	1098-Q 74 <input type="checkbox"/>	1098-T 83 <input type="checkbox"/>	1099-A 80 <input type="checkbox"/>	1099-B 79 <input type="checkbox"/>	1099-C 85 <input type="checkbox"/>	1099-CAP 73 <input type="checkbox"/>	1099-DIV 91 <input type="checkbox"/>	1099-G 86 <input type="checkbox"/>	1099-INT 92 <input type="checkbox"/>	1099-K 10 <input type="checkbox"/>	1099-LS 16 <input type="checkbox"/>			
1099-LTC 93 <input type="checkbox"/>	1099-MISC 95 <input checked="" type="checkbox"/>	1099-OID 96 <input type="checkbox"/>	1099-PATR 97 <input type="checkbox"/>	1099-Q 31 <input type="checkbox"/>	1099-QA 1A <input type="checkbox"/>	1099-R 98 <input type="checkbox"/>	1099-S 75 <input type="checkbox"/>	1099-SA 94 <input type="checkbox"/>	1099-SB 43 <input type="checkbox"/>	3921 25 <input type="checkbox"/>	3922 26 <input type="checkbox"/>	5498 28 <input type="checkbox"/>	5498-ESA 72 <input type="checkbox"/>	5498-QA 2A <input type="checkbox"/>	5498-SA 27 <input type="checkbox"/>				



Return this entire page to the Internal Revenue Service. Photocopies are not acceptable.

Under penalties of perjury, I declare that I have examined this return and accompanying documents and, to the best of my knowledge and belief, they are true, correct, and complete.

Signature ▶ Title ▶ **CEO** Date ▶ **22 Feb 2020**

Instructions

Future developments. For the latest information about developments related to Form 1096, such as legislation enacted after it was published, go to www.irs.gov/Form1096.

Reminder. The only acceptable method of electronically filing information returns listed on this form in box 6 with the IRS is through the FIRE System. See Pub. 1220.

Purpose of form. Use this form to transmit paper Forms 1097, 1098, 1099, 3921, 3922, 5498, and W-2G to the IRS.

Caution: If you are required to file 250 or more information returns of any one type, you must file electronically. If you are required to file electronically but fail to do so, and you do not have an approved waiver, you may be subject to a penalty. For more information, see part F in the 2019 General Instructions for Certain Information Returns.

Forms 1099-QA and 5498-QA can be filed on paper only, regardless of the number of returns.

Who must file. Any person or entity who files any of the forms shown in line 6 above must file Form 1096 to transmit those forms to the IRS.

Enter the filer's name, address (including room, suite, or other unit number), and taxpayer identification number (TIN) in the spaces provided on the form. The name, address, and TIN of the filer on this form must be the same as those you enter in the upper left area of Forms 1097, 1098, 1099, 3921, 3922, 5498, or W-2G.

When to file. File Form 1096 as follows.

- With Forms 1097, 1098, 1099, 3921, 3922, or W-2G, file by February 28, 2020.

Caution: We recommend you file Form 1099-MISC, as a **stand-alone shipment**, by January 31, 2020, if you are reporting **nonemployee compensation (NEC)** in box 7. Also, check box 7 above.

- With Forms 5498, file by June 1, 2020.

Where To File

Send all information returns filed on paper with Form 1096 to the following.

<p>If your principal business, office or agency, or legal residence in the case of an individual, is located in</p>	<p>Use the following address</p>
<p>Alabama, Arizona, Arkansas, Delaware, Florida, Georgia, Kentucky, Maine, Massachusetts, Mississippi, New Hampshire, New Jersey, New Mexico, New York, North Carolina, Ohio, Texas, Vermont, Virginia</p>	<p>Department of the Treasury Internal Revenue Service Center Austin, TX 73301</p>

9595

VOID

CORRECTED

PAYER'S name, street address, city or town, state or province, country, ZIP or foreign postal code, and telephone no. Bambridge Group, Inc. 4222 Tackawanna St. Philadelphia, PA 19124		1 Rents \$ 0	2 Royalties \$ 0	OMB No. 1545-0115 2019 Form 1099-MISC	Miscellaneous Income
PAYER'S TIN 232 763360		RECIPIENT'S TIN 178-48-6120		3 Other income \$ 0	
RECIPIENT'S name Frentzie Glover		4 Federal income tax withheld \$ 0	5 Fishing boat proceeds \$ 0	6 Medical and health care payments \$ 0	Copy A For Internal Revenue Service Center File with Form 1096. For Privacy Act and Paperwork Reduction Act Notice, see the 2019 General Instructions for Certain Information Returns.
Street address (including apt. no.) 2517 Kay Avenue		7 Nonemployee compensation \$ 47,900	8 Substitute payments in lieu of dividends or interest \$ 0	9 Payer made direct sales of \$5,000 or more of consumer products to a buyer (recipient) for resale <input type="checkbox"/>	
City or town, state or province, country, and ZIP or foreign postal code TREVOSE, PA 19053		10 Crop insurance proceeds \$ 0	11	12	
Account number (see instructions) 0	FATCA filing requirement <input type="checkbox"/>	2nd TIN not <input type="checkbox"/>	13 Excess golden parachute payments \$ 0	14 Gross proceeds paid to an attorney \$ 0	
15a Section 409A deferrals \$ 0	15b Section 409A income \$ 0	16 State tax withheld \$ 0	17 State/Payer's state no. 0	18 State income \$	

Form 1099-MISC

Cat. No. 14425J

www.irs.gov/Form1099MISC

Department of the Treasury - Internal Revenue Service

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PAYER'S name, street address, city or town, state or province, country, ZIP or foreign postal code, and telephone no.

Bainbridge Group Inc
4222 Tackawanna St
Philadelphia PA 19124

1 Rents \$ 0
2 Royalties \$ 0
3 Other income \$ 0
5 Fishing boat proceeds

OMB No. 1545-0115
2019
Form 1099-MISC

Miscellaneous Income

RECIPIENT'S name
Soloman Navarro

7 Nonemployee compensation \$ 0

4 Federal income tax withheld \$ 0
6 Medical and health care payments

Copy A
For Internal Revenue Service Center

Street address (including apt. no.)
491 South Bethlehem Pike
City or town, state or province, country, and ZIP or foreign postal code
Fort Washington PA 19034

9 Payer made direct sales of \$5,000 or more of consumer products to a buyer (recipient) for resale

8 Substitute payments in lieu of dividends or interest \$ 0
10 Crop insurance proceeds \$ 0
11 \$ 0
12 \$ 0

File with Form 1096.
For Privacy Act and Paperwork Reduction Act Notice, see the 2019 General Instructions for Certain Information Returns.

Account number (see instructions)
FATCA filing requirement
2nd TIN not
15a Section 409A deferrals \$ 0
15b Section 409A income \$ 0

13 Excess golden parachute payments \$ 0
16 State tax withheld \$ 0

14 Gross proceeds paid to an attorney \$ 0
17 State/Payer's state no. 0

18 State income \$ 0

Form 1099-MISC Cat. No. 14425J www.irs.gov/Form1099MISC Department of the Treasury - Internal Revenue Service
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PAYER'S name, street address, city or town, state or province, country, ZIP or foreign postal code, and telephone no.

Bainbridge Group Inc
4222 Tackawanna St
Philadelphia PA 19124

PAYER'S TIN

RECIPIENT'S TIN

232 76 3360 82216 9270

RECIPIENT'S name

Marriage Bakers Foundation

Street address (including apt. no.)

45 East City Avenue

City or town, state or province, country, and ZIP or foreign postal code

Bala Cynwyd PA 19004

Account number (see instructions)

FATCA filing requirement 2nd TIN not

15a Section 409A deferrals

15b Section 409A income

\$ 0

\$ 0

1 Rents

\$ 0

OMB No. 1545-0115

2019

Miscellaneous Income

2 Royalties

Form 1099-MISC

3 Other income

4 Federal income tax withheld

Copy A For Internal Revenue Service Center

\$ 0

\$ 0

File with Form 1096.

5 Fishing boat proceeds

6 Medical and health care payments

For Privacy Act and Paperwork Reduction Act Notice, see the 2019 General Instructions for Certain Information Returns.

\$ 0

\$ 0

For Privacy Act and Paperwork Reduction Act Notice, see the 2019 General Instructions for Certain Information Returns.

7 Nonemployee compensation

8 Substitute payments in lieu of dividends or interest

For Privacy Act and Paperwork Reduction Act Notice, see the 2019 General Instructions for Certain Information Returns.

\$ 3000

\$ 0

For Privacy Act and Paperwork Reduction Act Notice, see the 2019 General Instructions for Certain Information Returns.

9 Payer made direct sales of \$5,000 or more of consumer products to a buyer (recipient) for resale

10 Crop insurance proceeds

For Privacy Act and Paperwork Reduction Act Notice, see the 2019 General Instructions for Certain Information Returns.

\$ 0

\$ 0

For Privacy Act and Paperwork Reduction Act Notice, see the 2019 General Instructions for Certain Information Returns.

11

12

For Privacy Act and Paperwork Reduction Act Notice, see the 2019 General Instructions for Certain Information Returns.

13 Excess golden parachute payments

14 Gross proceeds paid to an attorney

For Privacy Act and Paperwork Reduction Act Notice, see the 2019 General Instructions for Certain Information Returns.

\$ 0

\$ 0

For Privacy Act and Paperwork Reduction Act Notice, see the 2019 General Instructions for Certain Information Returns.

16 State tax withheld

17 State/Payer's state no.

For Privacy Act and Paperwork Reduction Act Notice, see the 2019 General Instructions for Certain Information Returns.

\$ 8

\$ 0

For Privacy Act and Paperwork Reduction Act Notice, see the 2019 General Instructions for Certain Information Returns.

18 State income

18 State income

For Privacy Act and Paperwork Reduction Act Notice, see the 2019 General Instructions for Certain Information Returns.

\$ 0

\$ 0

For Privacy Act and Paperwork Reduction Act Notice, see the 2019 General Instructions for Certain Information Returns.

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PAYER'S name, street address, city or town, state or province, country, ZIP or foreign postal code, and telephone no.

Cambridge Group, Inc
4222 Tackawanna St
Philadelphia PA 19124

PAYER'S TIN

RECIPIENT'S TIN

2322763360 173484992

RECIPIENT'S name

Shari Strothers

Street address (including apt. no.)

1250 South 45th Street

City or town, state or province, country, and ZIP or foreign postal code

Philadelphia PA 19104

Account number (see instructions)

FATCA filing requirement 2nd TIN not required

15a Section 409A deferrals

15b Section 409A income

\$ \$

OMB No. 1545-0115

2019

Form 1099-MISC

Miscellaneous Income

Copy A

For Internal Revenue Service Center

1 Rents

\$

2 Royalties

\$

3 Other income

\$

5 Fishing boat proceeds

\$

7 Nonemployee compensation

\$

9 Payer made direct sales of \$5,000 or more of consumer products to a buyer (recipient) for resale

\$ 4800

11

13 Excess golden parachute payments

\$

16 State tax withheld

\$

4 Federal income tax withheld

\$

6 Medical and health care payments

\$

8 Substitute payments in lieu of dividends or interest

\$

10 Crop insurance proceeds

\$

12

14 Gross proceeds paid to an attorney

\$

17 State/Payer's state no.

\$

18 State income

\$

Form 1099-MISC Cat. No. 14425J www.irs.gov/Form1099MISC Department of the Treasury - Internal Revenue Service Do Not Cut or Separate Forms on This Page — Do Not Cut or Separate Forms on This Page

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VOID

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PAYER'S name, street address, city or town, state or province, country, ZIP or foreign postal code, and telephone no.

Bainbridge Group Inc
4222 Tackawanna St
Philadelphia PA 19122

1 Rents

\$ 0

2 Royalties

\$ 0

3 Other income

\$ 0

5 Fishing boat proceeds

\$ 0

7 Nonemployee compensation

\$ 0

9 Payer made direct sales of \$5,000 or more of consumer products to a buyer (recipient) for resale

\$ 27300

10 Crop insurance proceeds

\$ 0

11

12

13 Excess golden parachute payments

\$ 0

14 Gross proceeds paid to an attorney

\$ 0

15a Section 409A deferrals

\$ 0

15b Section 409A income

\$ 0

16 State tax withheld

\$ 0

17 State/Payer's state no.

0

18 State income

\$ 0

OMB No. 1545-0115

2019

Form 1099-MISC

Miscellaneous Income

Copy A
For
Internal Revenue
Service Center

File with Form 1096.

For Privacy Act and Paperwork Reduction Act Notice, see the 2019 General Instructions for Certain Information Returns.

Form 1099-MISC with handwritten entries for Francesca Vance, 2517 Kay Ave, Trevese PA 19053. Includes fields for Payer's name, recipient's name, TIN, and various income categories.

Form 1099-MISC Cat. No. 14425J www.irs.gov/Form1099MISC Department of the Treasury - Internal Revenue Service Do Not Cut or Separate Forms on This Page

9595

VOID CORRECTED

PAYER'S name, street address, city or town, state or province, country, ZIP or foreign postal code, and telephone no.

Baro bridge Group, Inc
4222 Tackawanna St
Phila PA 19124

1 Rents

OMB No. 1545-0115

\$ 0

2019

Miscellaneous
Income

2 Royalties

Form 1099-MISC

Copy A
For
Internal Revenue
Service Center

\$ 0

4 Federal income tax withheld

File with Form 1096.
For Privacy Act
and Paperwork
Reduction Act
Notice, see the
2019 General
Instructions for
Certain
Information
Returns.

3 Other income

6 Medical and health care payments

\$ 0

5 Fishing boat proceeds

7 Nonemployee compensation

\$ 0

9 Payer made direct sales of \$5,000 or more of consumer products to a buyer (recipient) for resale

8 Substitute payments in lieu of dividends or interest

\$ 1400

10 Crop insurance proceeds

11

\$ 0

12

13 Excess golden parachute payments

\$ 0

14 Gross proceeds paid to an attorney

15 State/Payer's state no.

\$ 0

16 State tax withheld

17 State income

\$ 0

18 State income

15a Section 409A deferrals

\$ 0

15b Section 409A income

15 FATCA filing requirement

2nd TIN not

Account number (see instructions)

City or town, state or province, country, and ZIP or foreign postal code

Phila PA 19132

Form 1099-MISC Cat. No. 14425J

www.irs.gov/Form1099MISC

Department of the Treasury - Internal Revenue Service

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CERTIFICATE OF INCORPORATION
OF
The Bainbridge Group, Inc.
A NON-STOCK NON-PROFIT CORPORATION

FIRST: The name of this corporation is The Bainbridge Group, Inc.

SECOND: Its registered office in the State of Delaware is located at Three Christina Centre, 201 N. Walnut Street, in the City of Wilmington, County of New Castle. The registered agent in charge thereof is The Company Corporation at the same address.

THIRD: The nature of the business and the objects and purposes proposed to be transacted, promoted and carried on, are to do any and all the things herein mentioned, as fully and to the same extent as natural persons might or could do, and in any part of the world, vis:

This is a non-stock, non-profit corporation. The purpose of the corporation is to engage in any lawful act or activity for which non-profit corporations may be organized under the General Corporation Law of Delaware.

Said corporation is organized exclusively for charitable, religious, education, and scientific purposes, including, for purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provisions of any future United States Internal Revenue Law), to wit:

FOURTH: The corporation shall not have any capital stock and the conditions of membership shall be stated in the Bylaws.

FIFTH: The name and mailing address of the incorporator is:
Vanessa Foster, Three Christina Centre, 201 N. Walnut Street, Wilmington, DE 19801

SIXTH: The activities and affairs of the corporation shall be managed by a Board of Directors. The number of directors which shall constitute the whole Board shall be such as from time to time shall be fixed by, or in the manner provided in, the Bylaws, but in no case shall the number be less than one. The directors need not be members of the corporation unless so required by the Bylaws or by Statute. The Board of Directors shall be elected by the members at the annual meeting of the corporation to be held on such date as the Bylaws may provide, and shall hold office until their successors are respectively elected and qualified. The Bylaws shall specify the number of directors necessary to constitute a quorum. The Board of Directors may, by resolution or resolutions passed by a majority of the whole Board, designate one or more committees which, to the extent provided in said resolution or resolutions or in the Bylaws of the corporation, shall have and may exercise all the powers of the Board of Directors in the management of the activities and affairs of the corporation. They may further have power to authorize the seal of the corporation to be affixed to all papers which may require it; and such committee or committees shall have such name or names as may be stated in the Bylaws of the corporation or as may be determined from time to time by resolution adopted by the Board of Directors. The directors of the corporation may, if the Bylaws so provide, be classified as to term of office. The corporation may elect such officers as the Bylaws may specify, subject to the provisions of the Statute, who shall have titles and exercise such duties as the Bylaws may provide. The Board of Directors is expressly authorized to make, alter, or repeal the Bylaws of this corporation. This corporation may in its Bylaws confer powers upon its Board of Directors in addition to the foregoing, and in addition to the powers and authorities expressly conferred upon them by the Statute. This is true, provided that the Board of Directors shall not exercise any power of authority conferred herein or by Statute upon the members.

SEVENTH: Meetings of members may be held without the State of Delaware, if the Bylaws so provide. The books of the corporation may be kept (subject to any provisions contained in the Statutes) outside

the State of Delaware at such place or places as may be from time to time designated by the Board of Directors

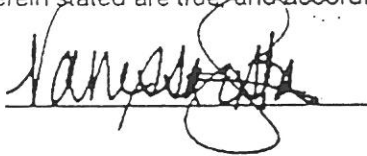
EIGHTH: No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to, its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Three hereof. No part of the activities of the corporation shall consist of carrying on of propoganda, or otherwise attempting to intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954(or the corresponding provision of any future United State Internal Revenue Law).

NINTH: Upon dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization of organizations and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Law) as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such designated purposes.

TENTH: The corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by the Statute, and all rights conferred upon members herein are granted subject to their reservation.

ELEVENTH: Directors of the corporation shall not be liable to either the corporation or its members for monetary damages for a breach in fiduciary duties unless the breach involves: (1) a director's duty to loyalty of the corporation or its members; (2) acts or omissions not in good faith or which involve intentional misconduct or knowing violation of law; (3) a transaction from which the director derived an improper personal benefit.

I, **THE UNDERSIGNED**, being the incorporator hereinbefore named, for the purpose of forming a non-profit corporation pursuant to Chapter 1 of Title 8 of the Delaware Code, do make this certificate, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand this 15th day of February, 1994.



A handwritten signature in cursive script, appearing to read "Nancy Smith", is written over a horizontal line.

NASAA SCOR FORM

Bainbridge Group, Inc

Bainbridge Group, Inc

(Insert the names of any DBAs, if applicable)

Investing in a small business is often risky. You should not invest any money in this offering unless you can afford to lose your entire investment. You may not earn any income such as dividends or interest on this investment. You may not be able to sell your securities or recover any part of your investment and may have to hold the securities indefinitely because there is no market to readily sell the Company's securities. Following your investment, you may receive little information about the Company or about your investment. See Item 1 for a discussion of the risk factors that management believes present the most substantial risks to you.

The Offering

Type of securities offered

- Common stock
 Preferred stock
 Limited Liability Company Membership Interests
 Limited Partnership Interests
 Other (specify):

Nonprofit

Price per security

\$
\$
\$
\$
\$

Sales commission, if any:

5%

Offering amount: Minimum: \$19,061,606

Maximum: \$19,061,606

The minimum offering deadline in this offering is

December 31, 2020

Principal Place of Business

Street Address Line 1

4222 Tackawanna Street

Street Address Line 2

City

Philadelphia

State

PA

ZIP/Postal Code

19124

Website

bainbridgecorp.org and www.bainbridgemanagen

Phone

2155534686

Person to Contact at the Company with Respect to the Offering

Last Name

Glover

First Name

Frentzie

Title

Chairman/CEO

Firm Name

Bainbridge Management Services

Street Address Line 1

2517 Kay Avenue

Street Address Line 2

City

Trevoise

State/Province/Country

PA

ZIP/Postal Code

19053

Phone

2154600297

Fax

2155334686

E-mail

franglover@bainbridgemanagement.com

The date of this Disclosure Document is

08/014/2020

CONTENTS

Risk Factors

Overview of the Company

The Business

Information About the Securities Offered

Impound of Offering Proceeds

Use of Proceeds

Description of Securities offered

How Securities will be Offered and Sold

Outstanding Securities and Principal Shareholders

Information About the Company's Management

Other Relevant Information

Litigation

Legal Proceedings

Financial Statements

Company's Certifications and Signature

You should carefully review and rely only on the information in this Disclosure Document when making a decision about investing. If anyone gives you more or different information, you should ignore it.

No government regulator is recommending these securities. No government regulator has verified that this document is accurate or determined that it is adequate. It is illegal for anyone to tell you differently.

RISK FACTORS

Securities laws require that a company warn prospective purchasers of all material risks that apply to the company and its offering. A company that fails to disclose all material risks may face liability under state and federal law.

1. The following is a summary of the material risks that apply to the Company and this offering. The Company has checked off risks that it has identified as applicable to this offering, and has included additional risk factors that are unique to the Company. You should carefully consider these risks prior to investing in this offering. Failure to disclose all material risks may cause the Company, its officers, directors, managers, and/or promoters to be liable for securities fraud.

Operating History

- The Company has limited or no operating history. As a new enterprise, the Company is likely to be subject to risks that management has not anticipated.
- Because the Company has only been operating for a short period of time, it has produced little or no profit. There is no assurance that it will ever produce a profit.
- You may lose your entire investment. You should not invest in this offering unless you can afford to lose your entire investment.

Limited Resources/Losses

- The Company has limited resources and will not be able to continue operating without the proceeds from this offering. It is possible that the proceeds from this offering and other resources may not be enough for the Company to continue operating.
- The Company expects to experience losses from its operations and cannot predict when or if it will become profitable. If the Company becomes profitable, it may not be sustainable.
- The Company has incurred losses since inception and may incur future losses. The Company has not yet generated a profit from operations. As of the date of the Company's most recent financial statements, it had an accumulated deficit of

Experience of Management

- None of the Company's executive officers, directors, and/or managers has managed a company in this industry. The Company's ability to operate successfully may depend on its ability to attract and retain qualified personnel, who may be in great demand.
- None of the Company's executive officers, directors, and/or managers has experience in managing an enterprise that is in a development stage.
- Prior to organizing the Company, one or more of its executive officers, directors, and/or managers operated a business in which shareholders lost part or all of their investment. The Company's ability to operate successfully may depend on its executive officers, directors, and/or managers to succeed where they have failed before.
- The Company's executive officers, directors, and/or managers will continue to have substantial ownership and control over the Company after the offering.
- The Company's success depends substantially on the experience and knowledge of its executive officers, directors, and/or managers. The Company may be harmed if it loses their services and it is not able to attract and retain qualified replacements.

- The Company does not maintain key person life or disability insurance on executive officers, directors, and/or managers that are important to the Company's success. The loss of any of these individuals could have a substantial negative impact on the Company and your investment.

Competition

- The Company operates in a highly technical industry which is characterized by frequent introductions of new products and services into the market. The Company's success will depend in part on its ability to improve on such products or services, develop new products or services and provide necessary support.
- A large number of enterprises provide products or services similar to the Company's. The Company will be competing with established businesses that have an operating history, and greater financial resources, management experience and market share than the Company. There can be no assurance that the Company will be able to compete or capture adequate market share. The Company may not be profitable if it cannot compete successfully with other businesses.

Regulatory Risk

- The Company must comply with local, state and federal rules and regulations. If the Company fails to comply with a rule or regulation it may be subject to fines or other penalties, or its permit or license may be lapsed, revoked, or suspended. The Company may have to stop operating and you could lose your entire investment.

"Best-efforts" Offering

- The Company is offering these securities on a "best-efforts" basis. The Company has not contracted with an underwriter, placement agent, or other person to purchase or sell all or a portion of its securities and there is no assurance that it can sell all or any of the securities.

Dilution

- The price of a share in this offering is significantly higher than the book value of the securities. If you invest in this offering, you will incur immediate and substantial dilution of the book value of your investment.
- To the extent that outstanding options or warrants to purchase securities are exercised, you will incur further dilution of the book value of your investment.
- There are no limits in place to restrict the Company's ability to issue securities in the future. If the Company issues additional securities, you may experience further dilution of the value of your investment.

Lack of Investor Control

- The Company's executive officers, directors, managers, and/or key persons will continue to have substantial control over the Company after the offering. As such, you may have little or no ability to influence the affairs of the Company.

No Existing Market

- Because there is no market for the Company's securities, you may not be able to sell your securities or recover any part of your investment. If you may need to sell your investment and obtain cash, you should not invest.

Offering Price

- The offering price of the Company's securities has been arbitrarily set and as such should not be considered an indication of the actual value of the Company.

Risks Related to the Business of the Company

This company is nonprofit entity.

Litigation-related Risk

There are no litigation-related risks.

Other Risks

No other risks

OVERVIEW OF THE COMPANY

The Business

2. Business of the Company:

3. Bainbridge Group Inc is a nonprofit company and has been in operation since 1994. We promote healthy communities, (businesses, families, schools, and individuals) through management services, education, training, advocacy, and research. Bainbridge has demonstrated experience operating multiple grant funded projects at various scattered sites simultaneously. Bainbridge partners with government agencies, grass-roots organizations, community businesses, and faith-based institutions to deliver programs where there are service gaps in Black neighborhoods. There is a current service gap in business incubator services for black entrepreneurs in the service, retail, health, research, technology, and manufacturing industries.

The Black Business Fortification Project addresses this gap in business incubator services. We intend to operate a full- service nonprofit business incubator dedicated to expanding and strengthening Black enterprises located in five urban communities (19132, 19124, 19138, 19149 and 19120).

In keeping with the corporate philosophy of trust and accountability, Bainbridge utilizes a decentralized management model. This model is represented on the organizational chart. From our perspective, the advantage of this kind of organizational structure is the ability to respond rapidly to the shifting needs and dynamic group and individual processes inherent in the delivery of services to urban communities. Authority over day to day programmatic operations is delegated to and vested in individual programs. Employees are given the maximum opportunity to develop personal autonomy and individual responsibility for the effective delivery of services within their respective programs. Under the guidance of a corporate Board of Directors, the Executive Director delegates authority to corporate management team members who, in turn work closely with these individual programs to provide management, supervision and support as well as technical and consultation assistance. In an era of limited resources and strict financial accountability, Bainbridge takes great pride in its sound, highly professional fiscal policies. All financial management activities are centralized and readily accessible for audit and review. For each of our individual programs, the central office maintains a separate account from which funds are dispersed and accountability maintained independently of all other programs. This enables Bainbridge to accurately measure and monitor the fiscal status of each program unit.

4.

5. How the Company plans to carry out its activities:

The Black Folk Business Fortification Project is a full- service nonprofit business incubator dedicated to expanding and strengthening Black owned businesses operating in Black communities. The Project serves low to moderate income Black businesses in Philadelphia Pa. The Black Folk Business Fortification Project sponsors 50 Black businesses each year. Each sponsored business receives a \$50,000 stipend. The stipend covers enrollment and monthly invoices for individualized service plan activity fees, payroll for one paid position under the client’s organization, business liability insurance fees and employee unemployment insurance policy fees. The Black Folk Business Fortification Project’s design consists of one management hub, from which we administer recruitment, orientation, payroll, management, infrastructure development, training, coaching, meetings, and business client Hubs. There are five business client Hubs. They are located within Black neighborhoods and each business client Hub, houses ten Black businesses. The business client Hubs include a mix of office spaces, training spaces, storefronts, warehouse spaces, food preparation spaces and/or lab spaces that facilitate business client’s products, services, vendors and customer relationships.

By the end of fiscal year one, the Project will stimulate the Black economy by creating 64 new jobs in Black neighborhoods. By the end of fiscal year three, each of the 50, client businesses will create 1-3 additional employment opportunities in their Black neighborhoods. The Black Folk Business Fortification Project would be governed by an advisory board of approximately 11-21 members comprised of individuals with a mixture of entrepreneurial and technology experience. Representatives from Philadelphia SmartWise Coalition, Philadelphia Black Male Community Council, QMe, Philadelphia Friends of the African Union, along with other key economic development organizations, and representatives of higher education institutions will be invited to sit on the Advisory Board. The Black Folk Business Fortification Project is designed to cultivate business habits and practices that promote and sustain business success. Our aim is to achieve a 90% success rate with Black companies that utilize our services.

Vision

Our vision is to become the preferred brand for Black start-up and growth companies in our niche by providing work- space, best practices, evaluation tools, top- notch training, mentoring, internship and other forms of business fortification to help Black entrepreneurs succeed.

Mission

Our mission is to help black entrepreneurs develop, run and sustain their businesses in Black neighborhoods. We teach entrepreneurs infrastructure development skills to help them meet their corporate goals, secure investment dollars and acquire appropriate business licenses to compete in the marketplace.

Goal

- Our goal is to achieve a 90% businesses retention rate and 100% utilization of services identified on the entrepreneur's individual service plan for at least 3 years.

Objectives

The Black Folk Business Fortification Project serves as an epic center for fortifying Black owned businesses. We actively identify and provide value-added services to support business success.

The following objectives provide measurable outputs and outcomes that support the Project's mission :

1. Create new job opportunities for area residents
2. Create higher wage jobs
3. Leverage Black business intellectual property
4. Contribute to the growth and success of emerging technology businesses
5. Generate new tax revenues for Philadelphia county
6. Recycle surplus buildings into locations for our business hubs
7. Strengthen knowledge component of local Black economy
8. Increase commercialization and marketing of Black research
9. Facilitate exchanges between the government, universities and industry

Success Criteria

The Black Folk Business Fortification Project's mission and objectives provide a touchstone for desired outcomes - job creation, growth of new Black businesses in Philadelphia, Pennsylvania and contributions to the economic health of the area.

The executive Director will ensure that a formal progress evaluation be completed every six months and reports be provided to the Board and all stakeholders. Performance indicators for the project include:

- The number of entrepreneurs within the Business Fortification Hub
- Evaluation of services utilized by Business Fortification Project clients
- Growth in the number of applicants
- The number of companies that successfully graduate
- The percentage of Business Fortification Project clients that successfully graduate as measured against the target established by the Project
- The number of jobs created on an annual basis within the Black Folk Business Fortification Project
- The percentage of Black Folk Business Fortification Project graduates that stay in the Black community

- The calculation of incremental tax revenues generated by technology Business Fortification Project clients and graduates
- The level of community support for technology businesses
- The number of patents applied for and received by Business Fortification Project clients
- The revenue of businesses being served
- The capital raised by businesses being served
- The grants received by businesses being served

Performance measures can be modified as the Black Folk Business Fortification Project evolves and matures over time.

SALES STRATEGY

Sources of Income

Black Folk Business Fortification Project is a non-profit incubator that has been established to help Black start-ups and existing companies generate revenue and make a profit in Philadelphia, Pa. We offer a variety of services to bring in different revenue streams that will ensure the sustainability and growth of our business. Hence, the Black Folk Business Fortification Project generates income from the following services.

- Mentorship and guidance
- Consultancy, branding and advisory services
- Training services and technical assistance
- Client office and Tenant office fees
- Business Incorporations and business process assessments

Sales Forecast

Most businesses are established to make a profit, sustain itself and grow. However, not all know how to go about achieving this, which is why there would always be a need for business incubators. Our physical location is very strategic and will allow us to generate the needed revenue. It will also make a profit within 3 years of operations.

In carrying out an accurate sales forecast on behalf of the business, Bainbridge conducted a critical examination of the business incubator industry in order to determine this project's chances for profit. We garnered data from similar start-ups. The sales criteria for Black Folk Business Fortification Project is based on such data and presumes several factors:

Budget projections for sustainability After Year 3

Quantity	Activity	Fee Charged	Revenue
40	Office cubicle/space Sharing	\$600 x 12months	\$288,000

20	Offices	\$900 x 12 months	\$216,000
100	Mailboxes	\$20 x 12 months	\$ 24,000
400	Workshops/ training	\$749 x 12 months	\$3,595.200
200	Coaching	\$649 x 12 months	\$1,557.600
50	Business Incorporations	\$750 x 12 months	\$450,000
7045	Annual Transactions		\$6,130,800

6. Operations: The Company (select all that apply):

- has never conducted operations.
- is in the development stage.
- is currently operating.
- has shown a profit in the last fiscal year.

7. Summary Financial Information (most recent fiscal year-end):

Total Assets:	\$0
Cash & Cash Equivalents:	\$0
Accounts Receivable:	\$0
Short-term Debt:	\$0
Long-term Debt:	\$0
Revenues/Sales	\$0
Cost of Goods Sold:	\$0
Taxes Paid:	\$0
Net Income:	\$0

8. Organizational Information

Date of incorporation/formation:

Fiscal Year End (Month and Day):

State of incorporation/formation: Delaware

List any FKAs ("Formerly Known As"):

None

Company Organization: The Company (select all that apply):

- has had or anticipates having a stock split, dividend, recapitalization, merger/acquisition, spin-off, or reorganization.
- has a parent, subsidiary, or affiliate.

If you checked any box, please provide additional information.

DRAFT

9. Suppliers: The Company (select all that apply):

- has material supply contracts.
- is currently, or expects to be, dependent upon a limited number of suppliers.
- has no suppliers.

Describe the Company's major suppliers and material supply contracts.

10. Customer sales and orders (products and services): The Company (select all that apply):

- has or anticipates having material sales contracts.
- had sales of products or services in the last 12 months.
- had, has, or anticipates having sales that are seasonal or cyclical.
- had, has, or anticipates having foreign sales.
- has a single customer or a limited number of customers that account(s) for a major portion of the Company' sales.
- has not yet had sales.

Fee for service contracts and grants to provide business training, job counseling, vocational services to TANF populations, unemployed and refugee populations

11. Employees: 17 Number of current employees:

12. Property/Assets: The Company (select all that apply):

- owns or leases buildings/real estate.
- owns or leases equipment or other assets.
- owns or leases intangible property, such as patents, licenses, copyrights, trademarks, etc.
- has no property.

Owns office equipment and furnishing

13. Governmental Regulation (select all that apply):

- The Company and/or its products are subject to material regulation by a government agency.
- The Company is required to have a license or permit (other than organizational licenses) to conduct business.
- The Company has obtained any required licenses or permits to conduct business.

Regulations can be imposed on a company by federal, state, or local government agencies. In completing your response to this Item, you should first identify the type of regulation and then, if it is material, disclose the impact of the regulation. Include additional risk factors in Item 1 as appropriate to highlight the risks that regulation and/or licensing or permitting requirements may negatively impact the success of the Company.

INFORMATION ABOUT THE SECURITIES OFFERED

Impound of Offering Proceeds

14. The Company must raise and place in an impound account (“minimum offering amount”) before it can receive and use the offering proceeds. The Company cannot access any of the offering proceeds until this minimum offering amount has been raised.

If the Company does not raise the minimum offering amount by all funds will be returned to investors.

The impound account will be located at:

Does the Company reserve the right to extend the impound period? Yes No

If yes, describe the circumstances under which the Company might extend the impound period.

If the offering proceeds are returned to investors at the end of the impound period, will investors receive any interest earned on impounded funds during the impound period? Yes No

Use of Proceeds

15. The Company plans to use the proceeds of this offering in order to do the following:

Operating cost and client stipends

16. The net proceeds of the offering for the minimum and maximum offering amounts will be used as follows:

	Minimum Offering	Maximum Offering
Gross Proceeds from the Offering		
Less: Offering Expenses	\$5,000	\$10,000
• Commissions and Finders Fees	\$4,200	\$8,400
• Legal fees	\$12,500	\$25,000
• Accounting fees	\$23,000	\$46,000
• Copying and Advertising	\$18,000	\$36,000
Other (Specify): Payroll and operating	19,061,606	19,061,606
Net Proceeds from the Offering		

17. A detailed breakdown of how the Company intends to use the net offering proceeds is listed below in the order of priority, beginning with the highest priority.

Description of Use	Minimum Offering	Maximum Offering
	\$19,061,606	\$19,061,606

<i>Examples of uses of proceeds include:</i>		
<i>Purchasing equipment or other assets</i>		
<i>Discharging company debt</i>		
Client stipends for trainings, internships, developing new products and services		
Hiring employees and consultants		
<i>Payroll</i>	3,213,000	3,213,000
operations	14,274,712	14,274,712
A&G	1,573,894	1,573,894
Total	19,061,606	19,061,606

18. Other sources of financing are described below:

Describe material sources of other funds that will be employed in conjunction with the offering funds. The Company may combine investor funds with other funding sources. Some of the typical outside sources of financing include bank loans and lines of credit, asset sales, lease financing, and consignment inventories.

19. Has the price of the securities in this offering been arbitrarily determined? Yes No

If no, explain the basis on which the price of the securities was determined. Typical factors include: the established public trading market that dictates the price, the net tangible book value per share or the earnings per share, or the stock prices of other similar companies.

20. The table below compares the existing shareholders' percentage ownership in the Company and the consideration paid for that ownership with that of purchasers in this offering.

		Shares Purchased		Total Consideration		Average Price per Share
		Number	Percent	Amount	Percent	
Existing holders	Min. offering	100	100	25 million	25	1million
	Max. offering		45	45million	45	1million
New purchasers	Min. offering	25	25	\$25mil		1million
	Max. offering	45	45	\$45million	45	1million

Description of Securities Offered

Your percentage of ownership in the Company may be reduced significantly due to a number of factors beyond your control, such as the rights and characteristics of other securities already issued by the Company, future offerings or other issuances of securities by the Company, and potential changes to the capital structure or control of the Company.

21. The securities being offered are:

- Common Stock
- Preferred Stock
- Limited Liability Company Membership Interests

- Limited Partnership Interests
- Debt Securities
- Other (specify):

22. These securities have:

- Voting rights
- Preemptive rights or tag-along rights to purchase any new issue of securities
- Rights as to dividends or interest
- Restrictions on dividends or other distributions
- Preference upon liquidation or dissolution
- Anti-dilution rights
- Conversion rights
- Redemption rights
- Other special rights or preferences (specify):

23. Is the offering subject to any purchaser restrictions? Yes No

If yes, describe the purchaser restrictions. Because purchasers of the securities will have an equity interest in your Company, you may want to place additional restrictions on who can invest for legal and administrative reasons. For example, a Company may choose to limit an offering to its employees, independent contractors, or franchisees, or to investors who meet certain financial requirements.

24. Are the securities subject to any resale restrictions by the Company? Yes No

If yes, describe the transfer restrictions. The Company is responsible for maintaining a register of all current shareholders and may want to restrict transfers for tax, administrative, or other purposes.

25. Will the Company issue physical securities certificates in this offering? Yes No

Record of Security Holders:

Please describe the manner in which records of security ownership will be maintained by the Company.

How the Securities will be Offered and Sold

26. Name and contact information of the Company's Chief Compliance Officer:

Name	N/A
Address	
Telephone	
E-mail	

27. List of persons or companies who will offer and sell the securities on behalf of the Company:

Click to Add Table

Name	N/A
Relationship to Company (if any)	
CRD #	
Address	
Telephone	
E-mail	
Internet Portal / website for offering	
Compensation received for selling securities	

Outstanding Securities and Principal Shareholders

28. Below is a description of each class of the Company's securities, including the total number of outstanding securities and the total number of securities the Company is authorized to issue.

Class of Securities	Total Securities Outstanding	Total Securities the Company is Authorized to Issue
N/A	N/A	N/A

Description of securities:

There are no Securities

29. Are there any resale restrictions on the Company's outstanding securities? Yes No

If yes, describe the restrictions and when they will terminate.

30. Below is a list of the total number of securities reserved or subject to issuance under outstanding securities purchase agreements, stock options, warrants, or rights.

Class of Securities	Number of Securities that may be issued under Outstanding Securities Purchase Agreements, Options, Warrants, or Rights
N/A	

Describe any outstanding securities purchase agreements, stock options, warrants, or rights. Specify who holds the rights, and state the expiration dates and exercise prices.

31. Does the Company plan to issue or offer securities under purchase agreements, stock options, warrants, or rights in the future? Yes No

If yes, please provide additional information.

32. Has the Company sold or issued securities during the last 12 months? Yes No

If yes, describe the type of securities and the dollar amount sold. Indicate under which exemption or form of registration the securities were offered.

33. Names of the principal shareholders, including each Executive Officer, Manager, Director, and person who beneficially owns at least a 20% interest of any class of securities in the Company:

Name of Shareholder	Manager, Executive Officer, or Director? (specify)	Class of Securities	Number Securities Currently Held	Average Purchase Price of Securities	% of Total Outstanding Securities
NO Shareholders					

INFORMATION ABOUT THE COMPANY'S MANAGEMENT

34. Information about each Executive Officer, Director, and key person (and any persons occupying a similar status or performing a similar function) of the Company is provided below.

Click to Add Table

Name	Frentzie Glover
Age	63
Title	Chairman/CEO
Executive Officer/Director/Key Person (specify)	Chairman of the Board, Chief Executive Officer
Time Spent on Company Business (if less than full time)	30 hours
Prior Experience	Supervising Psychologist, US Army 7 th Corpsm Overseas Division, Director, Outpatient Services; Director of Forensic Intensive Recovery; Director Family Services; Director Drug & Alcohol Services; Treatment Coordinator; Director Student Services.; Adjunct Lecturer
Education	<i>Include degrees, schools, and dates of attendance.</i> Temple University Bachelor degree, Psychology 1983; Temple University Masters degree , Counseling Psychology 1985; Ludwig Maximillian University Doctorate degree; Educational Psychology 1991; Northcentral University, PHD, Business Administration, 2020

35. Compensation paid by the Company to executive officers, directors, managers, and key persons during the last fiscal year:

Compensation Paid by Company During Last Fiscal Year		
To Whom Paid	Cash	Other Compensation
	\$	\$
	\$	\$
	\$	\$

Description of any amount of other compensation included in the table above:

Describe the compensation and how it is valued. This description should include any non-cash compensation, including the value of any options granted or securities given (and the terms under which they were granted), any annuity, pension or retirement benefits, bonus or profit-sharing plans, and any personal benefits (including transportation, access to athletic facilities, etc.).

36. The Company (select all that apply):

- expects compensation to change in the next year.
- owes compensation for prior years.

Wrote and submitted four proposals for grant funding

37. The Company (select all that apply):

- has made loans to an Executive Officer, Manager, Director, or principal shareholder within the last two years.
- has one or more outstanding loans with an Executive Officer, Manager, Director, or principal shareholder.
- plans to make one or more loans to an Executive Officer, Manager, Director, or principal shareholder in the future.
- has done business with an Executive Officer, Manager, Director, or principal shareholder within the last two years.
- plans to do business with an Executive Officer, Manager, Director, or principal shareholder in the future.
- will use proceeds of the offering to acquire assets from an Executive Officer, Manager, Director, or principal shareholder in the future.
- will use proceeds of the offering to reimburse any Executive Officer, Manager, Director, or principal shareholder for assets previously acquired, services previously rendered, monies previously loaned or advanced, or for any other reason.
- has entered into employment or non-compete agreements with any Executive Officer, Manager, Director, or key person.
- plans to enter into employment or non-compete agreements with any Executive Officer, Manager, Director, or key person.

If you checked any box, please provide additional information, including the material terms of any such transactions. Include additional risk factors in Item 1 as appropriate to highlight the risks of engaging in transactions with affiliated parties on the potential profitability of the Company.

38. An Executive Officer, Manager, Director, or key person of the Company (select all that apply):

- has filed a petition for bankruptcy, receivership, or a similar insolvency proceeding, or had such a petition filed against him or her, within the past five years.
- has served as a manager, Executive Officer, or director for any business entity that was the subject of a petition for bankruptcy, receivership, or similar insolvency proceeding within the past five years.
- none of the above.

Provide details regarding any insolvency proceedings, including the court where filed, date filed, and current status.

OTHER RELEVANT INFORMATION

Litigation

39. The Company (select all that apply):

- has been involved in litigation or subject to administrative action in the last 5 years that has had a material effect upon the Company's business, financial condition, or operations.
- has pending litigation or administrative action that may have a material effect upon the Company's business, financial condition, or operations.
- is currently threatened by litigation or administrative action that may have a material effect upon the Company's business, financial condition, or operations.
- none of the above.

Disclose any litigation that is likely to have a material effect on the Company. Disclosure includes information not only about present pending litigation, but also includes past concluded litigation, and future unasserted claims of which the Company is aware. Disclosure is not limited to actions in which the Company is a party, but also includes separate litigation filed against the Company's officers, directors, managers, or key persons if the litigation is likely to have a material effect on the Company.

To fully respond to this Item, you should include the name of the court where the proceeding is pending, a description of the facts underlying the claim and the relief sought.

Certain Legal Proceedings

Please answer the questions in this section with respect to the following persons associated with the Company:

- The Company, its predecessors, and affiliates
- All executive officers, other officers participating in the offering, directors, general partners, or managers of the Company
- All beneficial owners of 20% or more of any class of the Company's equity securities
- All promoters presently connected with the Company in any capacity

- Any selling agent, or any executive officer or other officer participating in the offering, director, or partner of such selling agent

40. Have any of the above-listed persons, within the last five years, filed an application for registration which is the subject of a currently effective registration stop order entered pursuant to any domestic or foreign securities law? Yes No

If yes, explain in detail.

41. Have any of the above-listed persons, within the last ten years, been convicted in the United States or in any foreign jurisdiction of any felony or misdemeanor in connection with the offer, purchase, or sale of any security or any felony involving fraud or deceit, including but not limited to forgery, embezzlement, obtaining money under false pretenses, larceny, or conspiracy to defraud? Yes No

If yes, explain in detail.

42. Are any of the above-listed persons subject to court-imposed sanctions in the United States or in any foreign jurisdiction within the last five years due to a conviction on state, federal or international criminal charges for tax evasion or tax fraud, or subject to any of the following in connection with such conviction: tax liens; court-ordered judgments; wage garnishments; bank levies; or treasury or refund offsets? Yes No

If yes, explain in detail.

43. Are any of the above-listed persons currently subject to any order, judgment, or decree of any court of competent jurisdiction, entered within the last five years in the United States or any foreign jurisdiction, temporarily, preliminarily, or permanently restraining or enjoining such party from engaging in or continuing any conduct or practice:

- In connection with the purchase or sale of any security;
- Involving the making of any false filing with any state or the Securities and Exchange Commission; or
- Arising out of the conduct of the business of an underwriter, broker, dealer, municipal securities dealer, investment adviser, or paid solicitor of purchasers of securities?

Yes No

If yes, explain in detail.

44. Are any of the above-listed persons subject to an order of a state securities commission (or an agency or officer performing like functions); a state authority that supervises or examines banks, savings associations, or credit unions; a state insurance commission (or an agency or officer performing like functions); an appropriate federal banking agency; the U.S. Commodity Futures Trading Commission; the National Credit Union Administration; or any similar foreign regulatory authority that:

1. At the time of application, bars the person from:
 - a. Association with an entity regulated by such commission, authority, agency, or officer;
 - b. Engaging in the business of securities, insurance or banking; or
 - c. Engaging in savings association or credit union activities; or

2. Constitutes a final order based on a violation of any law or regulation that prohibits fraudulent, manipulative, or deceptive conduct entered within ten years of the application?

Yes No

If yes, explain in detail.

45. Are any of the above-listed persons subject to any state administrative enforcement order, order of the Securities and Exchange Commission, or of a foreign jurisdiction that, at the time of application:

1. Suspends or revokes such person's registration as a broker, dealer, municipal securities dealer or investment adviser;
2. Places limitations on the activities, functions or operations of such person;
3. Bars such person from being associated with any entity or from participating in the offering of any penny stock? Yes No

If yes, explain in detail.

46. Are any of the above-listed persons subject to any order of the Securities and Exchange Commission or similar foreign regulatory authority, entered within five years of application that, at the time of such application, orders the person to cease and desist from committing or causing a violation or future violation of:

1. Any scienter-based anti-fraud provision of the federal securities laws of the United States or any foreign jurisdiction, including without limitation section 17(a)(1) of the Securities Act of 1933 (15 U.S.C. 77q(a)(1)), section 10(b) of the Securities Exchange Act of 1934 (15 U.S.C. 78j(b)) and 17 CFR 240.10b-5, section 15(c)(1) of the Securities Exchange Act of 1934 (15 U.S.C. 78o(c)(1) and section 206(l) of the Investment Advisers Act of 1940 (15 U.S.C. 80b-6(1)), or any other rule or regulation thereunder; or
2. Any securities registration or prospectus requirements in the United States or any foreign jurisdiction, including without limitation section 5 of the Securities Act of 1933 (15 U.S.C. 77e)?
 Yes No

If yes, explain in detail.

47. Are any of the above-listed persons suspended or expelled from membership in, or suspended or barred from association with a member of, a registered national securities exchange or a registered national or affiliated securities association in the United States or any foreign jurisdiction for any act or omission to act constituting conduct inconsistent with just and equitable principles of trade? Yes No

If yes, explain in detail.

48. Have any of the above-listed persons filed (as a registrant or issuer), or been named as an underwriter in, any registration statement or Regulation A offering statement filed with the Securities and Exchange Commission, state securities commission (or an agency performing like functions), or similar foreign regulatory authority that, within five years before application, was the subject of a refusal order, stop order

or order suspending the Regulation A exemption, or is, at the time of application, the subject of an investigation or proceeding to determine whether a stop order or suspension should be issued?

Yes No

If yes, explain in detail.

49. Are any of the above-listed persons subject to a United States Postal Service false representation order entered within five years before application, or, at the time of such application, subject to a temporary restraining order or preliminary injunction with respect to conduct alleged by the United States Postal Service to constitute a scheme or device for obtaining money or property through the mail by means of false representations? Yes No

If yes, explain in detail.

50. Have any of the above-listed persons been found to have violated any other law governing or regulating any aspect of the business of securities or banking or, within the past five years, been the subject of an action of a securities regulator denying, revoking, or suspending the right to engage in the business of securities as a broker-dealer, agent, or investment adviser or been the subject of an action of any securities exchange or self-regulatory organization operating under the authority of the securities regulator suspending or expelling such person from membership in such exchange or self-regulatory organization in the United States or any foreign jurisdiction?

Yes No

If yes, explain in detail.

Other Material Factors

51. Describe any other material factors that will or could affect the Company or its business or which are necessary to make any other information in this Disclosure Document not misleading or incomplete.

This section is a "catch all." Items in this Disclosure Document do not cover all industries and types of businesses. You may find it necessary to add material disclosure under this Item that is not covered elsewhere. If there is nothing further to include, please include an affirmative statement explaining there is no further information to be disclosed.

Any material misstatements or omissions may subject the Company, its officers, directors, managers, or promoters to liability for securities fraud.

Financial Statements

52. Attach the Company's financial statements for the most recently completed fiscal year, plus interim financial statements if the Company's fiscal year ended more than 120 days from the date of the filing of this document. The Company's Chief Executive Officer and Chief Financial Officer must certify that the financial statements are true and complete in all material respects. If the aggregate offering amount is more than \$500,000 but less than \$1 million, the annual financial statements must be compiled by an independent certified public accountant. If the aggregate offering amount is more than \$1 million but not more than \$2 million, the annual financial statements must be reviewed by an independent certified public accountant. For offerings of more than \$2 million, the annual financial statements must be audited. All financial statements must be prepared in accordance with U.S. GAAP, complete with appropriate footnote disclosure.

If you do not have experience preparing financial statements in accordance with U.S. GAAP, you may want to obtain a compilation or review of your financial statements from a certified public accountant.

COMPANY'S CERTIFICATIONS AND SIGNATURE

The Company's executive officers, directors, and/or managers must sign this Disclosure Document. When they sign this Disclosure Document, they represent that they have diligently attempted to confirm the accuracy and completeness of the information in the Document. Failure to disclose material risks and other information may subject the Company, its officers, directors, and/or managers to liability for securities fraud.

When the Chief Financial Officer or Manager signs this Disclosure Document, he or she represents that the financial statements in the Document have been prepared in accordance with United States Generally Accepted Accounting Principles which have been consistently applied, except where explained in the notes to the financial statements and represents that the financial statements fairly state the Company's financial position and results of operations, or receipts and disbursements, as of the dates and period(s) indicated. He or she also represents that year-end figures include all adjustments necessary for a fair presentation under the circumstances.

The Company must submit all advertising and marketing materials to the state for review prior to use. Any advertisement must include or be accompanied by a disclaimer explaining (1) the advertisement does not constitute an offer to sell nor a solicitation of an offer to buy securities, (2) that securities are offered through the SCOR Form only, and (3) an investment in the Company is risky and investors should read the SCOR Form in its entirety before investing.

The Company must amend and resubmit the SCOR Form whenever there is a material change to the information contained herein. Amendments must be filed as soon as reasonably possible, and in any case, before the further offer and sale of securities under the SCOR Form.

Commissions, fees, or other remuneration for soliciting any prospective purchaser in connection with the offering in the state may only be paid to persons who, if required to be registered or licensed, the Company believes, and has reason to believe, are appropriately registered or licensed in the state.

The Company hereby irrevocably appoints the Securities Administrator or other legally designated officer of the jurisdiction(s) in which this notice is filed as its agent for service of process upon whom may be served any notice, process or pleading in any action or proceeding against it arising out of, or in connection with, the sale of securities and the undersigned does hereby consent that any such action or proceeding against it may be commenced in any court of competent jurisdiction and proper venue within the jurisdiction in which this notice is filed by service of process upon the officers so designated with the same effect as if the undersigned was organized or created under the laws of that jurisdiction and have been served lawfully with process in that jurisdiction. It is requested that a copy of any notice, process, or pleading served hereunder be mailed to:

Name

Address

Chief Executive Officer/President/Managing Member

Chief Executive Officer

Title

CEO

Name of Signer (Print)

Frentzie Glover

Date

04/05/2020

Chief Financial Executive Officer/Manager

Title

Director

Director

Director

Director

Director

Director

Director

Name of Signer (Print)

Date

Name of Signer (Print)

Name of Signer (Print)

Name of Signer (Print)

Name of Signer (Print)

Name of Signer (Print)

Name of Signer (Print)

Name of Signer (Print)

LIST OF EXHIBITS

Exhibit A - Financial Statements

Exhibit B - Articles of Organization

Exhibit C - Company Bylaws

Exhibit D – Escrow Agreement

(Insert Reference to Exhibit E)

(Insert Reference to Exhibit F)

(Insert Reference to Exhibit G)

FINAL REPORT OF SALES

Bainbridge Group, Inc

(Insert the names of any DBAs, if applicable)

The Company named above completed a SCOR offering in the jurisdictions checked below.

The offering began on and ended on:

The Company sold securities in the SCOR offering to the number of investors and in the amounts indicated for each jurisdiction in the table below.

Jurisdiction	Number of Investors	Amount (\$)	Jurisdiction	Number of Investors	Amount (\$)
<input type="checkbox"/> Alabama	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>	<input type="checkbox"/> Montana	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>
<input type="checkbox"/> Alaska	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>	<input type="checkbox"/> Nebraska	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>
<input type="checkbox"/> Arizona	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>	<input type="checkbox"/> Nevada	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>
<input type="checkbox"/> Arkansas	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>	<input type="checkbox"/> New Hampshire	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>
<input type="checkbox"/> California	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>	<input type="checkbox"/> New Jersey	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>
<input type="checkbox"/> Colorado	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>	<input type="checkbox"/> New Mexico	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>
<input type="checkbox"/> Connecticut	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>	<input type="checkbox"/> New York	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>
<input type="checkbox"/> Delaware	0	0	<input type="checkbox"/> North Carolina	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>
<input type="checkbox"/> District of Columbia	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>	<input type="checkbox"/> North Dakota	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>
<input type="checkbox"/> Florida	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>	<input type="checkbox"/> Ohio	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>
<input type="checkbox"/> Georgia	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>	<input type="checkbox"/> Oklahoma	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>
<input type="checkbox"/> Guam	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>	<input type="checkbox"/> Oregon	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>
<input type="checkbox"/> Hawaii	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>	<input type="checkbox"/> Pennsylvania	0	0
<input type="checkbox"/> Idaho	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>	<input type="checkbox"/> Puerto Rico	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>
<input type="checkbox"/> Illinois	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>	<input type="checkbox"/> Rhode Island	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>
<input type="checkbox"/> Indiana	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>	<input type="checkbox"/> South Carolina	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>
<input type="checkbox"/> Iowa	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>	<input type="checkbox"/> South	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>
<input type="checkbox"/> Kansas	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>	<input type="checkbox"/> Tennessee	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>
<input type="checkbox"/> Kentucky	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>	<input type="checkbox"/> Texas	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>
<input type="checkbox"/> Louisiana	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>	<input type="checkbox"/> Utah	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>
<input type="checkbox"/> Maine	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>	<input type="checkbox"/> U.S. Virgin Islands	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>
<input type="checkbox"/> Maryland	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>	<input type="checkbox"/> Vermont	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>
<input type="checkbox"/> Massachusetts	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>	<input type="checkbox"/> Virginia	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>
<input type="checkbox"/> Michigan	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>	<input type="checkbox"/> Washington	<input style="width: 50px;" type="text"/>	<input style="width: 50px;" type="text"/>

Minnesota

West Virginia

Mississippi

Wisconsin

Missouri

Wyoming

The undersigned individual represents that he or she is authorized to submit this sales report on behalf of the Company and that the information contained in this report is true and complete to the best of his or her knowledge.

Signature

frentzie glover

Name of Signer (Print)

Frentzie Glover

Title

CEO

Date

08/014/2020