

PO0000073914

TRANSMITTAL LETTER

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

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-07/31/00--01108--002
*****78.75 *****78.75

SUBJECT: Tip-Off, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Keri Martin
Name (Printed or typed)

1318 Spring Lite Way
Address

Orlando, FL 32825
City, State & Zip

(407) 599-3236
Daytime Telephone number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 31 PM 1:40

NOTE: Please provide the original and one copy of the articles.

ga 8/3/00

EFFECTIVE DATE

7/26/00

FILED
CLERK OF THE COURT
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

00 JUL 31 PM 1:40

OF

TIP-OFF, INC.

ARTICLE I – NAME

The name of this corporation is Tip-Off, Inc., a Florida Corporation.

ARTICLE II – DURATION

This corporation shall have perpetual existence and this existence shall commence on the date of execution and acknowledgment of these Articles.

ARTICLE III – PURPOSES

The general purposes for which this corporation is organized are:

1. To market and sell a licensed product concept.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation act or engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business; and
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV – CAPITAL STOCK

This corporation is authorized to issue 10,000 SHARES OF ONE DOLLAR PAR VALUE COMMON STOCK which shall be designated "Common Stock".

ARTICLE V – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 1318 Spring Lite Way, Orlando, Florida 32825, and the name of the initial registered agent of this corporation is THOMAS W. FUMEA, whose address is 200 St. Andrews Boulevard, No., 2603, Winter Park, Florida 32792.

ARTICLE VI – INITIAL BOARD OF DIRECTORS

This corporation shall have two director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than two. The name and address of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Keri Martin	1318 Spring Lite Way, Orlando, Florida 32825
Thomas W. Fumea	200 St. Andrews Blvd., #2603, Winter Park, 32792

ARTICLE VII – INCORPORATOR

The name and address of the persons signing these Articles are the Incorporators, KERI MARTIN and THOMAS W. FUMEA, whose addresses are: 1318 Spring Lite Way, Orlando, Florida 32825 and 200 St. Andrews Blvd., #2603, Winter Park, Florida 32792, respectively.

ARTICLE VIII – ACTION BY DIRECTORS WITHOUT A MEETING

The stockholder and Director of this corporation may take action by written consent as provided by law.

ARTICLE IX – PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X – CUMULATIVE VOTING

At each election for directors, every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principal among any number of such candidates.

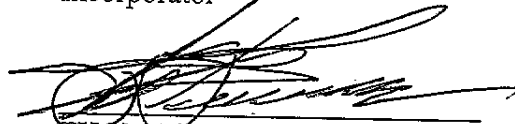
ARTICLE XI – AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator and Registered Agent have executed these Articles of Incorporation this the ____ day of July, 2000.



KERI MARTIN
Incorporator



THOMAS W. FUMEA
Incorporator

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

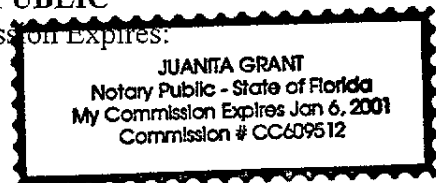
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STATE OF FLORIDA)
)
COUNTY OF ORANGE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared KERI MARTIN and THOMAS W. FUMEA, known to me and known by me to be the persons who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed those Articles of Incorporation.

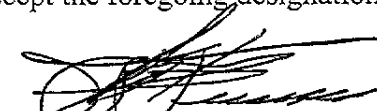
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this the 26th day of July, 2000.


NOTARY PUBLIC
My Commission Expires:



ACCEPTANCE

I HEREBY CERTIFY that I am a permanent resident of Orange County, Florida residing at the place indicated above and I hereby accept the foregoing designation as Registered Agent.


THOMAS W. FUMEA
Registered Agent