

P81000057381

Requester's Name

DAVID WATSON

Phone

321243-6534

BWE, INC.

2023 N. ATLANTIC AVE #213

COCOA BEACH FL 32931

State

ZIP

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #) 500004338145--3

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2. _____ (Corporation Name) _____ (Document #)

3. _____ (Corporation Name) _____ (Document #)

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NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

6-11-01
WC

ARTICLES OF INCORPORATION
of
PGF PRODUCTS, INC.

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FIRST. The name of this corporation is PGF PRODUCTS, INC.

SECOND. Its principal office in the State of Florida is to be located at 2023 N ATLANTIC AVE #213, in the city of Cocoa Beach, Florida 32931, county of Brevard.

THIRD. The registered agent in charge thereof is David Watson at 1153 Malabar RD NE # 16163 in the city of Palm Bay, Florida 32907 county of Brevard.

I accept the appointment of Registered Agent for said corporation.

FOURTH. The nature of the business and the objects and purposes proposed to be transacted, promoted, and carried on are to do any or 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, viz.:

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the Florida Statutes pertaining to incorporation of a for-profit enterprise: Florida Statutes, Sections 607.034, 607.164, etc..

Specifically, the business will engage in a Video Program production: travelogs, martial arts instruction tapes, and any programming that may at a later date be developed.

FIFTH. The amount of the total authorized capital stock of this Corporation is 1,000 shares of \$1.00 par value.

SIXTH. The names and addresses of the incorporators are as follows:

NAME: David Watson.

ADDRESS: 1153 Malabar RD NE # 16163
Palm Bay, FL. 32907

Willard Lumsdon III

1556 Weiman RD SE
Palm Bay, FL 32909

SEVENTH. The powers of the incorporator are to terminate upon filing of the articles of incorporation, and the name(s) and mailing addresses of the person(s) who are to serve As director(s) until the first annual meeting of stockholders or until their successors are elected and qualify are as follows:

DAVID WATSON

1153 MALABAR RD NE # 16163
PALM BAY, FL. 32907

WILLARD Lumsdon III

1556 Weiman Rd. S.E.
Palm Bay FL 32909

EIGHTH. The Director shall have power to make and to alter or amend the By-Laws, fix the amount to be reversed as working capital, and authorize and cause to be executed mortgages and liens without limit as to the amount, upon the property and franchise of the Corporation.

With the consent, in writing, and pursuant to a vote of the holders of a majority of the capital stock issued and outstanding, the Director shall have the authority to dispose of, in any manner, the whole property of this Corporation.

The By-Laws shall determine whether, and to what extent, the accounts and books of this Corporation, or any of them, shall be open to the inspection of the stockholders; and no stockholder shall have any right of inspecting any account or book or document of this Corporation, except as conferred by the law or the By-Laws, or by resolution of the stockholders.

The stockholders and director shall have power to hold their meetings and keep the books, documents and papers of the Corporation outside the State of Florida, at such places as may be from time to time designated by the By-Laws or by resolution of the stockholders or Director, except as otherwise required by the laws of Florida.

It is the intention that the objects, purposes and powers specified in the Third Paragraph hereof shall, except where otherwise specified in said paragraph, be nowise limited or restricted by reference to or inference from the terms of any other clause or paragraph in these articles of incorporation, but that the objects, purposes and powers specified in the Third Paragraph and in each of the clauses or paragraphs of this charter shall be regarded as independent objects, purposes, and powers.

NINTH. Director(s) of the Corporation shall not be liable to either the Corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach involves: (1) a director's duty of loyalty to the Corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of the law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the Corporation; or (4) a transaction from which the director derived an improper benefit.

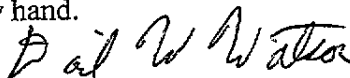
TENTH. EFFECTIVE DATE: Pursuant to Section 607.0123 of the Florida Statutes, the effective date of this document shall be upon filing of the articles with the State.

I, THE UNDERSIGNED, for the purpose of forming a corporation under the laws of the State of Florida, do make, file, and record these articles and do certify that the facts herein are true; and I have hereunto set my hand.

DATED AT: May 30, 2001.

State of: FLORIDA.

County of: Brevard.



Incorporator/Registered Agent

Signatures of persons named in sixth article