

**P01000068625**

Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

((H01000080806 2)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:

Division of Corporations  
Fax Number : (850)205-0381

From:

Account Name : ATLAS PEARLMAN, P.A.  
Account Number : 076247002423  
Phone : (954)763-1200  
Fax Number : (954)766-7800

01 JUL 12 AM 10:35

SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**FLORIDA PROFIT CORPORATION OR P.A.**

**FORTUNE HOLDINGS INC.**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

JUL-12-2001 08:03 FROM-  
H01000080806 2

T-077 P.002/006 F-659  
01 JUL 12 AM 10:35  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION**  
**OF**  
**FORTUNE HOLDINGS INC.**

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

**ARTICLE I**  
**CORPORATE NAME**

The name of this Corporation shall be: FORTUNE HOLDINGS INC.

**ARTICLE II**  
**PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is 516 West Sprague Avenue, Spokane, Washington 99201.

**ARTICLE III**  
**NATURE OF CORPORATE BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

STEVEN I. WEINBERGER, ESQ., FL BAR # 0135585  
Atlas Pearlman, P.A.  
350 East Las Olas Boulevard, Suite 1700  
Fort Lauderdale, FL 33301  
Phone No.: (954) 763-1200

**ARTICLE IV**  
**CAPITAL STOCK**

The maximum number of shares of stock that this Corporation shall be authorized to issue and have outstanding at any one time shall be 26,000,000 shares of capital stock, consisting of (i) 25,000,000 shares of common stock, \$.001 par value per share, and (ii) 1,000,000 shares of preferred stock, \$.001 par value per share.

The preferred stock may be issued from time to time, with such designations, preferences, conversion rights, cumulative, relative, participating, optional or other rights, including voting rights, qualifications, limitations or restrictions thereof as shall be stated and expressed in the resolution or resolutions providing for the creation and issuance of such series of preferred stock as adopted by the Board of Directors pursuant to the authority in this paragraph given.

**ARTICLE V**  
**TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

**ARTICLE VI**  
**REGISTERED AGENT AND**  
**INITIAL REGISTERED OFFICE IN FLORIDA**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

**ARTICLE VII**  
**BOARD OF DIRECTORS**

This Corporation shall have one (1) to seven (7) Directors, as determined by the Board.

**ARTICLE VIII**  
**INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as the Incorporator is Steven I. Weinberger, 350 East Las Olas Blvd., Fort Lauderdale, Florida 33301.

**ARTICLE IX**  
**INDEMNIFICATION**

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

**ARTICLE X**  
**AFFILIATED TRANSACTIONS**

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

**ARTICLE X**  
**CONTROL SHARE ACQUISITIONS**

This Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on the 11<sup>th</sup> day of July 2001

  
\_\_\_\_\_  
Steven I. Weinberger, Incorporator

JUL-12-2001 08:04 FROM-

T-077 P.006/006 F-658

H01000080806 2

**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND OFFICE FOR SERVICE OF PROCESS**

Fortune Holdings Inc., a corporation existing under the laws of the State of Florida with its principal office and mailing address at 516 West Sprague Avenue, Spokane, Washington 99201, has named Corporation Service Company whose address is 1201 Hays Street, Tallahassee, Florida 32301 as its agent to accept service of process within the State of Florida.

**ACCEPTANCE:**

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.

**CORPORATION SERVICE COMPANY**

By: 

**BRIAN COURTNEY, ASST. V.P.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
01 JUL 12 AM 10:35

H01000080806 2