

TRANSMITTAL LETTER

P02000052915

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

SUBJECT: USFAN, Inc

(Proposed corporate name - must include suffix)

000005508420--B

-05/14/02--01021--002

*****87.50 *****87.50

EFFECTIVE DATE
6-1-02

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:

Victor Scott Fandrich

Name (Printed or typed)

8394 Pepperwood Drive

Address

Jacksonville, FL

City, State & Zip

3224(904) 777-6792 (H)

Daytime Telephone number

(904) 645-9301 (W)

RECEIVED 02 MAY 14 AM 9:33
DIVISION OF CORPORATIONS
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

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

✓
05/14

EFFECTIVE DATE
6-1-02

ARTICLES OF INCORPORATION
OF
VSFAN, INC.

The undersigned incorporator of these Articles of Incorporation, a natural person competent to contract, hereby presents theses Articles for the formation of a for profit corporation under the Business Corporations Act and other laws of the State of Florida.

ARTICLE I

The name of the corporation is VSFAN, Inc.

ARTICLE II

The commencement of the corporation will be the 1st day of June 2002.

ARTICLE III

This corporation will exist perpetually.

ARTICLE IV

The general nature of the business that will be transacted by the corporation is any legally permissible activity, including mail services, invitations, cards and other gifts.

The corporation will have the power to invest the funds of the corporation in real estate, mortgages, stock, bonds or any other type of investment, and to own real and personal property necessary for the operation of the corporations' business.

The corporation will have the power to do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects for the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendments hereto, and either alone or in association with other corporations, firms or individuals, to carry on any

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lawful pursuit necessary or incidental to the accomplishment of the purposes and objects of this corporation.

ARTICLE V

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value. The Board of Directors is authorized to issue "Section 1244 Stock" as defined by section 1244 of the Internal Revenue Code.

Shareholders will not have preemptive rights

The shareholders may, by bylaw provision or by shareholders' agreement, impose such restriction(s) on the sale, transfer, or encumbrance of the stock of this corporation, as they may see fit.

ARTICLE VI

The principal office of the corporation initially will be at 9802-12 Baymeadows Road, Jacksonville Florida 32256. The principal office may be moved to any address that the Board of Directors will choose, provided however that the principal office will be in the State of Florida.

ARTICLE VII

Management of the Corporation by shareholders all corporation powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under direction of the shareholders of this corporation

ARTICLE VIII

The initial number of directors of the corporation will be one (1). The number of directors may be change by bylaw adopted by the shareholders, provided however that the number of directors will never be less than one (1).

ARTICLE IX

The initial Board of Directors will be elected by the incorporator at the organizational meeting.

ARTICLE X

The name and address of the incorporator and person signing these Articles of Incorporation are:

Name:

Located at:

Victor Scott Fandrich

8394 Pepperwood Drive
Jacksonville, Florida 32244

ARTICLE XI

No contract or other transaction between this corporation and any other corporation will be affected by the fact that any director of this corporation is interested in or is director or officer of such other corporation. Every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from contracting with this corporation for the benefit of himself or any firm, association, or corporation in which he may be interested in any way.

ARTICLE XII

This corporation will have the power to enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit-sharing plan, (3) a stock bonus plan, (4) a thrift plan and savings plan, (5) restricted stock option plan, (6) a health insurance plan or other retirement or incentive compensation plans. This corporation will have the power to make loans, secured or unsecured, to its shareholders, providing said shareholders are active employees of the corporation.

ARTICLE XIII

The corporation will indemnify any and all persons who may serve or who have served at any time as directors or officers, or who at the request of the Board of Directors of the corporation may serve or at any time have served as directors or officers of another corporation in which the corporation at such time owned or may own shares of stock or of which it was or may be a creditor, and their respective heirs, administrators, successors, and assigns, against any and all expenses, including amounts paid upon judgments, counsel fees, and amounts paid in settlement (before or after suit is commenced), actually and necessarily incurred by such person(s) in connection with the defense or settlement of any claim, action, suite, or proceeding in which they, or any of them, are made a party, or parties, or which may be asserted against them or any of them, by reason of being or having been directors or officers of the corporation, or of such other corporation except in relation to matters as to which any such director or officer or former director or officer or person will be adjudged in any action, suit, or proceeding to be liable by his own negligence or misconduct in the performance of his duty. Such indemnification will be in addition to any other rights to which those indemnified may be entitled under any law, bylaw agreement, vote of shareholders, or otherwise, and the corporation will indemnify any officer or director, or former director or former officer to the fullest extent permitted by law.

ARTICLE XIV

These Articles of Incorporation may be amended in the manner provided by the laws of the State of Florida.

ARTICLE XV

The registered office will be and the registered agent at the same address is:

Victor Scott Fandrich
8394 Pepperwood Drive
Jacksonville, Florida 32244

Victor Scott Fandrich, President
8394 Pepperwood Drive
Jacksonville, Florida 32244

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, the 14 day of May, 2002.



Victor Scott Fandrich

Certificate designating place of business or domicile for the service of process within this state naming agent upon whom process may be served. In pursuance of Florida statutes, the following is submitted in compliance with said act: first that VSFAN inc. desiring to organize under the laws of the sate of Florida with its principal office, as indicated in the Articles of Incorporation at the city of Jacksonville, Florida has named located at:

Name:

Victor Scott Fandrich

Located at:

8394 Pepperwood Drive
Jacksonville, Florida 32244

As its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated this certificate, I hereby to accept to act in this capacity.

Victor A. Fandrich
Victor Scott Fandrich

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