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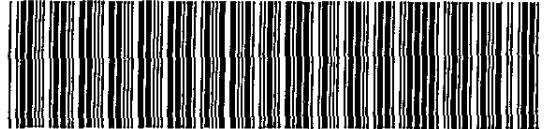
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TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

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

SUBJECT: GHETTO FABULOUS MAGAZINE, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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: LAW OFFICE OF TAMI' A. PHILLIPS, P.A.
Name (Printed or typed)

1900 W Commerical Boulevard, Suite 136
Address

Fort Lauderdale, Florida 33309
City, State & Zip

(954)229-1685
Daytime Telephone number

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

ARTICLES OF INCORPORATION
OF
GHETTO FABULOUS MAGAZINE, INC.

The undersigned, desiring to form a corporation under the provisions of the Laws of the State of Florida, hereby make, subscribe and acknowledge before a Notary Public, and file with the Secretary of State of the State of Florida, the following Articles of Incorporation for such corporation

ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS

The name of this corporation is GHETTO FABULOUS MAGAZINE, INC. and its principal place of business shall be located at 1777 Lauderdale Manor Drive, Fort Lauderdale, Florida 33311.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

This general nature of the business to be conducted and carried on by this corporation is:

1. Authoring, Writing, Editing and Promoting Publication(s) that encompasses Entertainment which may include: Musicians, Writers, Singers, Actors, various other Artists and Artistry, this list is not all-inclusive.
2. To engage in every aspect and phase of each and every lawful business or operation permitted by the laws of the State of Florida, including, but not limited to, the rights and power to manufacture, distribute, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telephone, telegraph, or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.
3. To purchase, take and lease, or in exchange, hire or otherwise acquire any real or personal property, rights or privileges suitable or convenient for any purposes of this business, and to purchase, acquire, erect and construct, make improvements of buildings, or machinery, stores or works, insofar as the same may be appurtenant to or useful for the conduct

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of the business as above specified, but only to the extent to which the company may be authorized by the statutes under which it is organized.

4. To purchase, sell, pledge, subscribe for or otherwise acquire and to hold the shares, stocks, bonds, debentures, futures, options, commodities, puts and calls or obligations of any company organized under the laws of the State of Florida or of any other state or of any territory of the United States or of any foreign country, except monies or transportation, banking or insurance companies, and to sell or exchange the same, or upon the distribution of assets or divisions of profits, to distribute any such share, stocks, or obligations or proceeds thereof among the stockholders of this company.

5. The corporation shall have full power and lawful authority to issue, execute, assign and endorse notes, mortgages, bonds and all other negotiable papers; to secure any indebtedness due it in the same manner common to natural persons. It shall have the full power to loan money and secure the payment thereof by accepting mortgages, personal endorsements or assignments of personal property or other security. It may sue or be sued, contract or be contracted with, and do any and all other acts necessary or incidental to the powers herein specifically designated.

6. To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state, body politic or government or colony or dependency thereof.

7. The foregoing shall be construed as independent businesses, and the enumeration of any specific business shall not restrict any other business of the corporation.

8. The corporation shall, in addition, have the power to carry on any other lawful business whatsoever in connection with the foregoing, which is calculated directly or indirectly to promote the interests of the corporation, or to enhance the value its assets.

9. To do and perform and cause to be done or performed each, any and all of the acts and things above enumerated, and any and all other acts and things insofar as the same may be incidental to or included in any or all of the general powers given, always provided that the grant of the foregoing enumerated powers above enumerated shall be exercised by the acts above recited under which said company shall be exercised by the acts above recited under which it was organized. The said corporation may perform any part of its business outside of the State of Florida, or in other states or colonies of the United States, or in any foreign country or countries.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Hundred Shares of Stock (100) shares of common stock at One Dollar (\$1.00) par value, which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation 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 VI - INITIAL REGISTERED OFFICE AND AGENT

LAW OFFICE OF TAMM A. PHILLIPS, P.A.
1900 West Commercial Boulevard, Suite 136
Fort Lauderdale, Florida 33309

ARTICLE VII - DIRECTORS

Initially, this corporation shall have one (1) Director(s) who shall serve until their successors shall be elected/appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than one (1) director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial director is as follows:

<u>Name</u>	<u>Address</u>
Roosevelt James	1777 Lauderdale Manors Drive Fort Lauderdale, Florida 33311

ARTICLE VIII - OFFICERS

The names and addresses of the initial officers of the corporation, who shall serve until their successors shall be elected or appointed, are:

<u>Name</u>	<u>Address</u>
Roosevelt James	1777 Lauderdale Manors Drive Fort Lauderdale, Florida 33311
President, Vice-President, Treasure, Secretary	

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator signing these articles is:

Name

Roosevelt James

Address

1777 Lauderdale Manor drive
Fort Lauderdale, FL 33311

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer or director as provided §607.0831, Florida Statutes (1990).

ARTICLE X - BY-LAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the shareholders.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

ARTICLE XV - MISCELLANEOUS

A. The corporation shall have the further right and power from time to time to determine whether and to what extent and at what time and places under what conditions and regulations the accounts and books of this corporation (other than the stock book) or any of them shall be open to inspection of stockholders and no stockholders shall have the right of inspecting any account, books or documents of this corporation except as conferred by statutes, unless authorized by a resolution of the stockholders or the Board of Directors.

B. Both stockholders and directors shall have the power, if the By-laws so provide, to

hold their respective meetings, and to have one or more offices within the State of Florida or without, and to keep the books of the corporation (subject to the provisions of the statutes) outside the State of Florida, at such places as may from time to time be designated by the Board of Directors.

C. The corporation may in its By-laws confer powers upon its Directors in addition to the foregoing and in addition to the powers authorized and expressly conferred by statute.

WE/I, the undersigned, being each and all of the original subscriber(s) to capital stock hereinabove named for the purpose of forming a corporation for profit to do business both without and within the State of Florida, do hereby make, subscribe, acknowledge and file this Articles of Incorporation, hereby declaring and certifying that the facts therein stated are true and correct, and accordingly have hereunto set our/my hand(s) this 22nd day of October, 2002.

Roosevelt James
President/Vice President/Secretary / Treasurer

Printed name: Roosevelt James

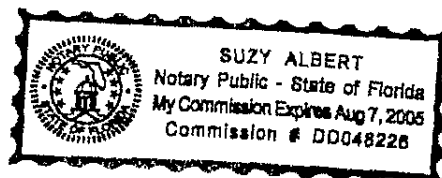
STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared, Roosevelt James, who, after being by me first duly cautioned and sworn, upon his/her oath deposes and says that he/she is the party to the foregoing Articles of Incorporation and he/she acknowledged said execution to be his/her free and voluntary act and deed, and that the facts therein stated are truly set out.

WITNESS my hand and official seal at Fort Lauderdale, Florida, County of Broward, Florida, the day and date first above set forth.

Suzy Albert
NOTARY PUBLIC
State of Florida at Large

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that GHETTO FABULOUS MAGAZINE, INC. desiring to organize or qualify under the laws of the State of Florida, has named TAMI' A. PHILLIPS located at 1900 West Commercial Boulevard, Suite 136, Fort Lauderdale, Florida 33309 as its agent to accept service of process within Florida.

Dated: Oct. 21, 2002

By R. J. J. J.
Signature

Printed Name: Rosevelt
Incorporator

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TALLAHASSEE, FLORIDA

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: Oct 21, 2002

By Tami A. Phillips
Printed Name Tami' A. Phillips
Registered Agent