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CARUSO & CARUSO CPAS' P.A.
1108 E NEWPORT CENTER DRIVE
DEERFIELD BEACH FL 33442

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03 JAN -6 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1-8-03

**ARTICLES OF INCORPORATION
OF
STEVE GREENBAUM, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1 - NAME

The name of this corporation shall be: STEVE GREENBAUM, INC.

ARTICLE 2 - DURATION

This corporation shall exist in perpetuity.

ARTICLE 3 - PURPOSE(S)

General nature of the business and the object purposes proposed to be transacted and carried on are any and all of the things that any business or activity could engage in that would be permitted under the laws of the United States of America and State of Florida. This includes, but is not limited to, television production.

ARTICLE 4 - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE 5 - 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 the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE 6 - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 6550 NW 43 Street, Coral Springs, FL 33067 and the name of the initial registered agent at that address is: STEVE GREENBAUM

ARTICLE 7 - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name and address of the initial director of the corporation is:

Steve Greenbaum
6550 NW 43 Street
Coral Springs, Florida 33067

ARTICLE 8 - INCORPORATOR

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

Steve Greenbaum
6550 NW 43 Street
Coral Springs, Florida 33067

ARTICLE 9 - CAPITAL STOCK

The amount of shares of stock authorized is 1,000 at \$1.00 par value. The corporation will begin business with not less than capital of \$500.00.

ARTICLE 10 - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE 11 - 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 the time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE 12 - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE 13 - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE 14 - AMENDMENT

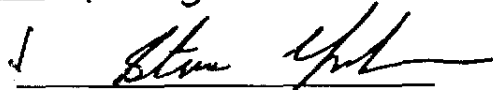
This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE 15 - PRINCIPAL PLACE OF BUSINESS OF CORPORATION

The principal place of business of the corporation is as follows:

6550 NW 43 Street
Coral Springs, Florida 33067

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation on this 1st day of JANUARY, 2003



Subscriber, Steve Greenbaum

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

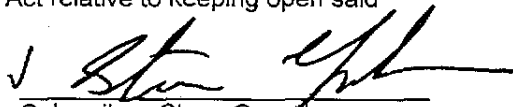
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In pursuance of Chapter 49.091 Florida Statutes, the following is submitted in
compliance with said Act:

First - STEVE GREENBAUM, INC. desiring to organize under the laws
of the State of Florida with its principal office, as indicated in the articles of
incorporation in the County of BROWARD, City of CORAL SPRINGS, State of
Florida has named STEVE GREENBAUM, located at 6550 NW 43 Street, Coral
Springs, FL as its agent to accept services of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept services of process for the above stated corporation,
at the place designated in this certificate, I hereby accept to act in this capacity,
and agree to comply with the provision of said Act relative to keeping open said
office.


Subscribor, Steve Greenbaum