

PO3000050185

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500017176315

05/01/03--01027--004 **\$7.50

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

03 MAY -1 AM 9:25

FILED

1. SMITH MAY 07 2003

TRANSMITTAL LETTER

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

SUBJECT: Investors Education Network, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

<input type="checkbox"/> \$70.00	<input type="checkbox"/> \$78.75
Filing Fee	Filing Fee
	& Certificate of Status

☐ \$78.75 Filing Fee
 & Certified Copy

☒ \$87.50 Filing Fee,
 Certified Copy
 & Certificate of
 Status

ADDITIONAL COPY REQUIRED

FROM: Jerry B. Furst
Name (Printed or typed)

3370 Beau Rivage Dr. #L-3

Pompano Beach, FL 33064

(954) 942-1073

Daytime Telephone number

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

ARTICLES OF INCORPORATION OF

Investors Education Network, Inc.
In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 MAY - 1 AM 9:25

FILED

ARTICLE 1 - NAME

The name of the corporation shall be:
Investors Education Network, Inc.

ARTICLE 2 - PRINCIPAL OFFICE

The principal place of business/mailing address is:
3370 Beau Rivage Dr.
Suite# L- 3
Pompano Beach, FL. 33064

ARTICLE 3 - PURPOSE

The Corporation shall engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE 4 - SHARES - CORPORATE CAPITALIZATION

- 4.1** The Maximum number of shares that this corporation is authorized to have outstanding at any time is **One Hundred Thousand (100,000)** Shares of common stock, each share having non par value.
- 4.2** No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.
- 4.3** The Board of Director(s) may authorize the issuance from time to time shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.
- 4.4** The Board of Director(s) of the corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or terms or conditions of redemption of the stock.

ARTICLE 5 - INITIAL OFFICERS/DIRECTORS

President: Jerry B. Furst
Secretary: Jerry B. Furst
Treasurer: Jerry B. Furst

Whose address shall be the same as the principle office of the corporation.

ARTICLE 6 - REGISTERED AGENT

The name and Florida street address of the registered agent is:

Jerry B. Furst
3370 Beau Rivage Dr.
Suite # L-3
Pompano Beach, FL. 33064

ARTICLE 7 - INCORPORATOR

The name and address of the Incorporator is:

Jerry B. Furst
3370 Beau Rivage Dr.
Suite # L-3
Pompano Beach, FL. 33064

ARTICLE 8 - SUB-CHAPTER S CORPORATION

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal revenue Code of 1986 as amended.

- 8.1 The shareholders of this Corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal revenue Code of 1986 as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.
- 8.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this corporation, without the written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, as provided in Sub-Chapter S of the internal revenue Code of 1986 as amended.
- 8.3 Once the Corporation has elected to be an S Corporation, each share of stock issued by this corporation shall contain the following legend:
"The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended."

ARTICLE 9 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 10 - TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE 11 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 12 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

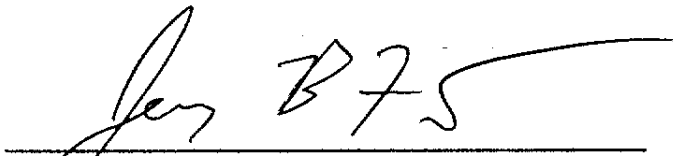
ARTICLE 13 - INDEMNIFICATION

The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the Board of Director(s), that *indemnification of the director, officer, employee or agent as the case may be*, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the Board of Director(s). The indemnification and advancement of attorney fees and expenses for directors, officers, employees or agents of the Corporation shall apply when such persons are serving at the Corporations request as director, officer, employee or agent of the Corporation, as the case may be, as a director, officer, trustee, partner, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan, or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation may also pay for or reimburses the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individuals status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have the power indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorneys fees and expenses to any person who is or was a director, officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause, or sentence of the foregoing provisions regarding indemnification or *advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy*, it shall be severable and the provisions remaining shall not be otherwise affected. All references in

ARTICLE 14 - SHAREHOLDERS' RESTRICTIVE AGREEMENT

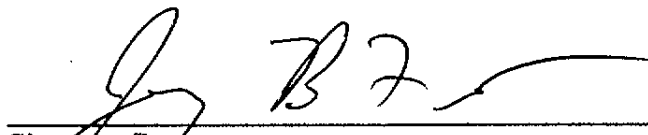
All of the shares of stock of this corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principle office of the Corporation.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



Signature/Registered Agent

4/29/03
Date



Signature/Incorporator

4/29/03
Date

FILED
03 MAY -1 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA