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2004 MAY 12 PM 3:53
TALLAHASSEE FLORIDA

5/17/04

TRANSMITTAL LETTER

FILED

2004 MAY 12 PM 3: 53

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

DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

SUBJECT: Blue Cat Media Group, Inc.
(Proposed corporate name - must include suffix)

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

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM MILTON FRIEDMAN
Name (Printed or typed)

4700 N. STATE ROAD 7, SUITE 208

Address

FT LAUDERDALE FL 33319
City, State & Zip

(954) 485-1200
Daytime Telephone number

16800

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

ARTICLES OF INCORPORATION

OF

BLUE CAT MEDIA GROUP, INC.

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**CLERK OF STATE
TALLAHASSEE FLORIDA**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida. It is the intent that the corporation will exist forever.

ARTICLE I - NAME

The name of this corporation is Blue Cat Media Group, Inc. and the mailing and principal address is 1466 NE 57th Street, Ft. Lauderdale, Florida 33334.

ARTICLE II - NATURE OF BUSINESS

This corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock, having a nominal or par value of \$1.00.

ARTICLE IV - PRE-EMPTIVE RIGHTS

Each shareholder of any class of stock of this corporation shall be entitled to full pre-emptive rights to purchase his pro-rata share of an unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE V - REGISTERED AGENT AND REGISTERED OFFICE

The street address of the initial registered office of this corporation is 1466 NE 57th Street, Ft. Lauderdale, Florida 33334. The initial Registered Agent of this corporation at that address is Alan J. Tomasetti.

ARTICLE VI - DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time, by By-Laws adopted by the Stockholders, but shall never be less than one.

ARTICLE VII - INITIAL DIRECTORS

The names and street addresses of the first Board of Directors who shall hold office until their successors are elected and have qualified are as follows:

Name	Address	Office
Alan J. Tomasetti	1466 NE 57 th Street Ft. Lauderdale, FL 33334	President/Vice President Secretary/Treasurer

ARTICLE VIII - INCORPORATORS

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

Alan J. Tomasetti, 1466 NE 57th Street, Ft. Lauderdale, Florida 33334.

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ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and Stockholders sign a written statement manifesting the intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 26th day of April, 20 04.


Alan J. Tomasetti

CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED as registered agent for this corporation at the registered office designated in the foregoing articles of incorporation, the undersigned accepts the designation.


Alan J. Tomasetti