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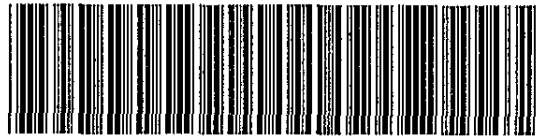
(Business Entity Name)

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2004 OCT -7 P 1:07

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*[Handwritten signature]*

## TRANSMITTAL LETTER

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

**SUBJECT:** FORTUNE ALBUM, 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:** MICHAEL B. MOSKOWITZ

Name (Printed or typed)

PO BOX 11432

Address

FORT LAUDERDALE, FL 33339

City, State & Zip

954-465-3172

Daytime Telephone number

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

**ARTICLES OF INCORPORATION**  
**OF**  
**FORTUNE ALBUM, INC.**

2004 OCT -7 P 1:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**

The undersigned Incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I**

**NAME**

The name of the corporation shall be:

**FORTUNE ALBUM, INC.**

**ARTICLE II**

**PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be PO Box 11432, Fort Lauderdale, FL 33339.

**ARTICLE III**

**NATURE OF BUSINESS**

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

#### ARTICLE IV

##### CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is one million shares of common stock, having a par value of \$0.01 per share.

#### ARTICLE V

##### TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI

##### DIRECTORS

This corporation shall have not less than one nor more than five directors, as set forth in the By-Laws.

#### ARTICLE VII

##### REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent for this Corporation shall be MICHAEL B. MOSKOWITZ and the Registered Office shall be located at 2895 NE 32<sup>nd</sup> St., #305, Fort Lauderdale, FL 33306, or such other person or place as the Board of Directors shall from time to time direct, with appropriate notice being given to the Secretary of State in accordance with law.

*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 accept the appointment as registered agent and 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 as provided for in Chapter 608, Florida Statutes.*

  
\_\_\_\_\_  
MICHAEL B. MOSKOWITZ

#### ARTICLE VIII

#### INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation is  
MICHAEL B. MOSKOWITZ, PO Box 11432, Fort Lauderdale, FL 33339.

#### ARTICLE IX

#### SPECIAL PROVISIO

Any action by the directors of this corporation which is within their power taken at a meeting of such directors shall be valid for all intents and purposes whether or not lawful notice of said meeting shall have been given to all directors as required by law or by the By-Laws of this corporation, if at any time prior to, during or subsequent to such meeting all directors shall execute a waiver of notice of such meeting, in writing, and providing a majority of the directors shall have approved or approve the action taken at such meeting.

When not prohibited by law, any action taken by the shareholders of this corporation which is within their power taken at a meeting of such shareholders shall be valid for all intents and purposes whether or not lawful notice of said meeting shall have been given to all shareholders, as required by law or the By-Laws of this corporation, if at any time prior to, during or subsequent to such meeting all shareholders shall execute a waiver of notice of such

meeting, in writing, and providing a majority of the shareholders shall have approved or approve the action taken at such meeting.

When not prohibited by law, any action of the shareholders of this corporation may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by all the persons who would be entitled to vote upon such action at a meeting and filed with the secretary of the corporation as part of corporate records. Such consent shall have the same force and effect as the unanimous vote of the shareholders and may be stated as such in any certificate or document filed with the Department of State of the State of Florida or any other governmental agency of any state, county or nation, or with any private organization, corporation, person or persons.

Nothing in this Article shall be construed to allow any act of the Board of Directors to be approved by less than a majority of said directors, or wherever a greater vote is required by law or in the By-Laws, by that vote.

Nothing in this Article shall be construed to allow any act of the shareholders to be approved by less than a majority of said shareholders, or wherever a greater vote is required by law or in the By-Laws, by that vote.

## ARTICLE X

### INDEMNIFICATION OF OFFICERS AND DIRECTORS

Every officer and every director of the corporation shall be indemnified by the corporation, as permitted by law, against all expenses and liability, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party or in which he may become involved by reason of his being or having been an officer

or director of the corporation, whether or not he is an officer or director at the time such expenses are incurred. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which such officer or director may be entitled.

#### ARTICLE XI

#### TELEPHONE MEETING AUTHORIZED

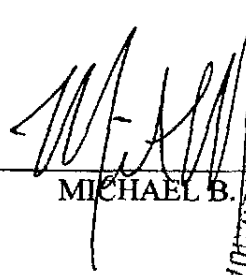
Members of the Board of Directors or of any executive committee designated by the Board of Directors in accordance with law shall be deemed present at any meeting of the Board of Directors or executive committee, as the case may be, if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear or be heard by all other persons, is used.

#### ARTICLE XII

#### AMENDMENT

These Articles of Incorporation may be amended in the manner and with the vote provided by law.

IN WITNESS THEREOF, I have hereunto set my hand and seal at Fort Lauderdale, Broward County, this 3<sup>rd</sup> day of October, 2004:

  
MICHAEL B. MOSKOWITZ  
TALAHASSEE, FLORIDA  
2004 OCT 3 1:07  
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