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MREM



June 2, 2006

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

To Whom It May Concern:

Please find enclosed the original and two (2) copies of the Articles of Incorporation for Florida Gun News, Inc. along with a check in the amount of eighty-seven dollars and fifty cents (87.50). Upon filing, please return a certified copy of the Articles of Incorporation and Certificate of Status to the following address:

Paul Cianci 850 Dunbar Avenue Oldsmar, Florida 34677

If you have any questions or comments, you may reach me at (813) 814-1505.

With kindest regards,

Paul Cianci

06 JUN -6 PM 3:35

SECRETARY OF STATE TALLAHASSEE, FLORIDA

EFFECTIVE DATE

5/30/06

# ARTICLES OF INCORPORATION

**OF** 

# FLORIDA GUN NEWS, INC.

The undersigned Subscribers hereby makes, subscribes, acknowledges and files with the Secretary of State for the State of Florida these Articles of Incorporation, for the purpose of forming a corporation for profit, in accordance with Chapter 607 of the Florida Statutes and the Florida Business Corporations Act of the State of Florida.

#### ARTICLE I

# NAME OF CORPORATION

The name of the Corporation shall be Florida Gun News, Inc.

#### ARTICLE II

#### PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of the Corporation shall be:

850 Dunbar Avenue Oldsmar, Florida 34677

#### ARTICLE III

#### **PURPOSE**

The general purpose of this Corporation is to publish a magazine dealing with all aspects of firearm awareness and to promote firearm safety. It shall further be the purpose of this Corporation to transact any lawful business and to have and exercise all of the powers conferred by the laws of the State of Florida upon corporations formed under the laws of the State of Florida and the Florida Business Corporations Act.

#### **ARTICLE IV**

#### STOCK SHARES

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any given time is 10,000 shares having an initial par value of \$0.01 per share. Said stock shall be payable in cash, property, labor or services at a just and fair valuation to be fixed by the Board of Directors at a meeting for that purpose.

#### ARTICLE V

# **BOARD OF DIRECTORS**

The Board of Directors shall number at least two (2). The number of Directors may be diminished or increased from time to time pursuant to the By-Laws adopted by the Shareholders, but shall never be less than one (1). The initial Board of Directors shall be:

Paul Allen Cianci Chairmen of the Board P.O. Box 492 Palm Harbor, Florida 34682

Daniel Gemal 2563 Stony Brook Lane Clearwater, Florida 33761

At the initial meeting of the Board of Directors, the following corporate officers shall elected:

Chief Operating Officer President Secretary/Treasurer

# **ARTICLE VI**

# REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT'S SIGNATURE

The name and Florida street address of the Registered Agent are as follows:

Daniel Gemal 850 Dunbar Avenue Oldsmar, Florida 34677

Having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated by 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 hereby state I am familiar with and accept the obligations of my position as Registered Agent as provided for in the Florida Statutes and the Florida Business Corporations Act.

Signed this the 2nd day of June, 2006.

# **ARTICLE VII**

#### **INCORPORATORS**

The name and address of the incorporators of this Corporation are:

Paul Allen Cianci P.O. Box 492 Palm Harbor, Florida 34682

Daniel Gemal 2563 Stony Brook Lane Clearwater, Florida 33761



#### ARTICLE VIII

#### **DURATION**

The Corporation shall commence its existence five (5) business days prior to the date of filing these Articles of Incorporation with the Office of the Secretary of State for the State of Florida and said Corporation shall continue to exist perpetually thereafter unless and until the Corporation is dissolved under the laws of the State of Florida.

Signed and submitted this the 2 day of June, 2006,

Paul Allen Cianci, Incorporator

Daniel Gemal, Incorporato