

PO6000082733

ROBERT GOLDBERG
7449 118TH DRIVE
LARGO FL 33773

(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



200076229522

06/19/06--01014--015 **78.75

FILED

2006 JUN 19 PM 2:36

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Hampton JUN 19 2006

FILED

2006 JUN 19 PM 2:36

ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE NUTS POKER SCHOOL INC.

ARTICLE 1 NAME

THE NAME OF THIS CORPORATION SHALL BE

THE NUTS POKER SCHOOL INC.

ARTICLE 2

COMMENCEMENT & DURATION

THE COMMENCEMENT OF THIS CORPORATION SHALL BE AT THE TIME OF
THE FILING OF THIS INCORPORATION BY THE DIVISION OF
CORPORATIONS. THE CORPORATIONS DURATION SHALL BE PERPETUAL.

ARTICLE 3. PURPOSE

THIS CORPORATION IS BEING FORMED FOR THE PURPOSE OF ENGAGING
IN THE OPERATION OF POKER SCHOOLS AND ALL OTHER BUSINESS
ACTIVITIES UNDER THE LAWS OF FLORIDA & THE UNITED STATES OF
AMERICA.

ARTICLE 4. CAPITAL STOCK

THIS CORPORATION SHALL HAVE THE AUTHORITY TO ISSUE 10,000 SHARES
OF STOCK @ ONE DOLLAR (1.00) PAR VALUE PER SHARE.

ARTICLE 5. PREEMPTIVE RIGHTS.

EVERY SHARE HOLDER UPON THE SALE FOR CASH BY THIS CORPORATION
OF ANY SHARES OF CAPITAL STOCK OF THE SAME KIND, CLASS, SERIES,
AS THAT WHICH THE SHAREHOLDER ALREADY HOLDS, SHALL HAVE THE
PREEMPTIVE RIGHT TO PURCHASE A PRO RATA SHARE THEREOF (AS
NEARLY AS MAY BE DONE WITHOUT THE ISSUANCE OF FRACTIONAL
SHARES) AT THE PRICE AT WHICH SUCH ARE OFFERED TO OTHERS.

ARTICLE 6. TRANSFER RESTRICTIONS

NO SHAREHOLDER SHALL HAVE THE RIGHT TO SELL, ASSIGN, PLEDGE, ENCUMBER, TRANSFER OR OTHERWISE DISPOSE OF ANY SHARES OF THE CAPITAL STOCK OF THIS CORPORATION, WITHOUT FIRST OFFERING SUCH SHARES FOR SALE TO THIS CORPORATION AT A NEW ASSET VALUE THEREOF. SUCH OFFER SHALL BE IN WRITING, SIGNED BY THE SHAREHOLDER, SENT BY REGISTERED MAIL TO THIS CORPORATION AT ITS REGISTERED OFFICE, AND OPENED FOR ACCEPTANCE BY THIS CORPORATION FOR A PERIOD OF FIFTEEN DAYS FROM THE DATE OF MAILING, IF THIS CORPORATION FAILS OR REFUSES, WITHIN SUCH PERIOD, TO MAKE SATISFACTORY ARRANGEMENTS FOR THE PURCHASE OF SUCH SHARES THE SHAREHOLDER SHALL HAVE THE RIGHT TO DISPOSE OF SUCH SHARES, WITHOUT ANY FURTHER NOTICE..

ON THE DEATH OF ANY SHAREHOLDER THIS CORPORATION SHALL HAVE THE RIGHT TO PURCHASE ANY SHARES OF CAPITAL STOCK TO THIS CORPORATION OWNED BY THE SHAREHOLDER IMMEDIATELY PRIOR TO THE SHAREHOLDERS DEATH ON THE TERMS SET FORTH ABOVE, AND THIS POSITION SHALL BE BINDING UPON THE PERSONAL REPRESENTATIVE OF THE SHAREHOLDER.

ARTICLE 7 INITIAL BOARDS OF DIRECTORS

THE NUMBER OF DIRECTORS IN THIS CORPORATION'S INITIAL BOARD OF DIRECTORS SHALL BE UP TO SIX. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DECREASED FROM TIME TO TIME BUT SHALL NEVER BE LESS THAN ONE. THE NAME AND ADDRESS OF EACH INDIVIDUAL WHO SHALL SERVE AS MEMBER OF THE INITIAL BOARD ARE

ROBERT GOLDBERG
7449 118TH DRIVE
LARGO FL. 33773

ARTICLE 8. INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY ANY OFFICER, DIRECTOR, EMPLOYEE, OR AGENT, AND ANY FORMER OFFICER, DIRECTOR, EMPLOYEE, OR AGENT TO THE FULL EXTENT PERMITTED BY LAW

ARTICLE 9 PRINCIPAL PLACE OF BUSINESS

THE ADDRESS OF THIS CORPORATION; S PRINCIPAL OFFICE AND THAT OF
ITS REGISTERED AGENT SHALL BE

7449 118TH DRIVE
LARGO FL, 33773

THE NAME OF THE INDIVIDUAL WHO SHALL SERVE AS THIS CORPORATION
REGISTERED AGENT IS:

ROBERT GOLDBERG

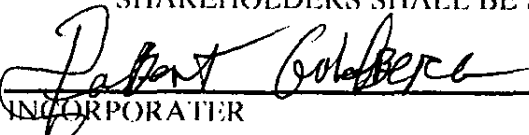
ARTICLE 10 INCORPORATOR

THE NAME OF THE INDIVIDUAL WHO SHALL SERVE AS ITS
INCORPORATER:

ROBERT GOLDBERG
7449 118TH DRIVE
LARGO FL 33773

ARTICLE 11. AMENDMENT

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY
PROVISION IN THESE ARTICLE OF INCORPORATION, OR ANY
AMENDMENTS HERETO. ANY RIGHTS CONFERED UPON THE
SHAREHOLDERS SHALL BE SUBJECT TO THIS RESERVATION.


INCORPORATER

6/15/06
DATE

I HEREBY ACCEPT MY DESIGNATION AS THE RESIDENT AGENT OF G V
TRUCKING CO OF FLORIDA INC. I HERE BY STATE THAT I AM FAMILIAR
WITH AND ACCEPT THE DUTIES AS REGISTERED AGENT FOR THE NUTS
POKER SCHOOL INC.


REGISTERED AGENT

6/15/06
DATE