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FLORIDA PROFIT/NON PROFIT CORPORATION

8 WAY, INC.

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**ARTICLES OF INCORPORATION
OF 8 WAY, INC.**

The undersigned hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purpose of forming a corporation under the Florida General Corporation Act, and hereby adopts the following Articles of Incorporation.

ARTICLE I

NAME

The name of the Corporation shall be **8 WAY, INC.**

ARTICLE II

CORPORATE DOMICILE

The principal corporate domicile shall be 828 Jade Forrest Avenue; Orlando, Fl., 32828

ARTICLE III

NATURE OF BUSINESS

The Corporation is organized for the purposes of engaging in any activity or business permitted under the laws of the United States or of this State, more specifically set out as follows:

1. To do all such activities and engage in all such transactions as are necessary to operate a video productions business.
2. To transact any lawful business for which corporations may be incorporated under the Florida General Corporations Act or engage in any other trade or business which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on in connection with the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

This document prepared by:

John S. Van der Lyn, C.P.A.
3500 N. W. Boca Raton, Fla., #906
Boca Raton, Fla., 33431
Phone (561) 391-3883

board of directors of this corporation which shall authorize any such contract or transaction, with like force and effect, as if he were not such officer or director of such other corporation or member of such firm, or not so interested.

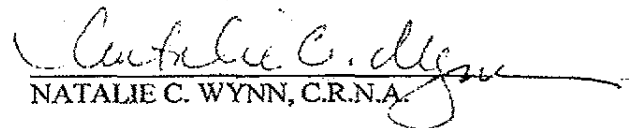
ARTICLE IX - BYLAWS

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the board of directors of this corporation only.

ARTICLE X - AMENDMENT OF ARTICLES OF INCORPORATION

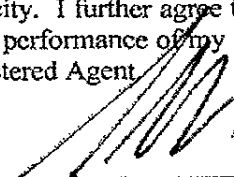
The corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter provided by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation for the uses and purposes herein stated at Punta Gorda, Florida, on the 27th day of February, 2007.


NATALIE C. WYNN, C.R.N.A.

ACCEPTANCE OF REGISTERED AGENT

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.


DAVID A. HOLMES

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TALLAHASSEE, FLORIDA

ARTICLE IV

CAPITAL STOCK

1. The aggregate number of shares which the Corporation is authorized to issue is: ONE THOUSAND (1,000). Said shares shall be authorized as common stock and shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.
2. All of said stock shall be paid for in cash, patents, stocks, notes, accounts, claims, real estate or other property but not for labor or services, at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE V

TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) director. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one.

The original Board of Directors shall consist of Robert Bradley Federspiel whose address is 826 Jade Forrest Avenue; Orlando, FL, 32828

ARTICLE VII

INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Robert Bradley Federspiel whose address is 826 Jade Forrest Avenue; Orlando, FL, 32828

ARTICLE VIII

INITIAL REGISTERED AGENT

AND OFFICE OF REGISTERED AGENT

The street address of the initial registered office of the Corporation is 826 Jade Forrest Avenue; Orlando, FL, 32828.

**ARTICLE IX
SHAREHOLDER'S MANAGEMENT POWERS**

All corporate powers shall be exercised by or under the authority of, and business affairs of the Corporation shall be managed under the direction of the Board of Directors, with the exception of those matters specifically set forth in the By-Laws of this Corporation.

**ARTICLE X
AMENDMENT**

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any Amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS OF THE FOREGOING, the undersigned incorporator has

executed these Articles of Incorporation this 28 day of February, 2007.


Robert Bradley Federspiel

STATE OF FLORIDA

COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this 28 day of February, 2007, Robert Bradley Federspiel, who acknowledged before me that he executed the foregoing Articles of Incorporation for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the County and State aforesaid on the date first above written.


Notary Public

(NOTARY SEAL)



John S. Van der Lyn
Commission # DD494484
Expires January 18, 2010
Renewed Every Five Years or Until 603-000-7010

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE
OF PROCESS WITHIN THE STATE OF FLORIDA, AND DESIGNATING AGENT
UPON WHOM PROCESS MAY BE SERVED.**

Pursuant to Chapter 48.091, Florida Statutes, the following is set forth in compliance with said statute:

First: that 8 WAY, INC. desiring to organize under the Laws of the State of Florida with its principal office as set forth in the Articles of Incorporation, and has named Robert Bradley Federspiel of 826 Jade Forrest Avenue; Orlando, FL, 32828 as it's Agent to Accept Service of Process for the Corporation within the State of Florida.


Second: Having been named to Accept Service of Process for the above-named Corporation at the place designated in this certification, I hereby accept to act in this capacity and agree to comply with the provisions of the above Statute relative to keeping open said office.

x 
Robert Bradley Federspiel
Registered Agent

STATE OF FLORIDA

COUNTY OF PALM BEACH

Sworn to and subscribed before me this 28
_ day of February, 2007, A.D.


Notary Public, State of Florida at Large



John S. Van der Lyn
Commission # DD494484
Expires January 18, 2010
Notary Public - Commission No. 0000000000

(NOTARY SEAL)

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