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08 APR 17 PM 4:17

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COVER LETTER

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

SUBJECT: The POP Factory of Los Angeles, 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: Todd H. Goldman

Name (Printed or typed)

1230 S. Myrtle Avenue, Suite 401

Address

Clearwater, FL 33756

City, State & Zip

727-462-6205

Daytime Telephone number

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

ARTICLES OF INCORPORATION

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DIVISION OF CORPORATIONS

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

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ARTICLE I: NAME

The name of the corporation shall be **THE POP FACTORY OF LOS ANGELES, INC.**

ARTICLE II: DURATION

The period of its duration is perpetual.

ARTICLE III: PRINCIPAL OFFICE

The principal street address and mailing address is 1230 S. Myrtle Avenue, Suite # 401, Clearwater, FL 33756

ARTICLE IV: PURPOSE

The purpose for which the corporation is organized is to engage in any activities or business permitted under the laws of the United States and the state of Florida.

ARTICLE V: SHARES

The corporation is authorized to issue one hundred (100) shares of common stock at US\$1.00 par value per share.

ARTICLE VI: INITIAL OFFICERS AND/OR DIRECTORS

List names, addresses and specific titles:

Todd H. Goldman, President
1230 S. Myrtle Avenue, Suite #401
Clearwater, FL 33756

Lenore Goldman, Vice President
1230 S. Myrtle Avenue, Suite #401
Clearwater, FL 33756

Renee Katsaras, Chief Financial Officer
1230 S. Myrtle Avenue, Suite #401
Clearwater, FL 33756

ARTICLE VII: REGISTERED AGENT

The name and Florida street address of the registered agent is:

David S. Goldman

1230 S. Myrtle Avenue, Suite #401
Clearwater, FL 33756

ARTICLE VIII: INCORPORATOR

The name and address of the Incorporator is:

Todd H. Goldman
1230 S. Myrtle Avenue, Suite #401
Clearwater, FL 33756

ARTICLE IX: AMENDMENT OF BYLAWS

The power to adopt, alter, amend or repeal the Bylaws of the corporation shall be vested in the Board of Directors.

ARTICLE X: INDEMNIFICATION

The corporation may be empowered by resolution of the Board of Directors to indemnify any officer or director, or any former officer or director, in the manner set out and provided for in the Bylaws of the corporation, pursuant to the provisions of Section 607.0850 of the Florida Statutes, as amended.

ARTICLE XI: INFORMAL ACTION OF DIRECTORS

If a majority of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation as part of the corporate records, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XII: AMENDMENT OF ARTICLES

The power to amend these Articles of Incorporation shall be vested in the Board of Directors.

ARTICLE XIII: TELEPHONE MEETINGS

Members of the the Board of Directors or the Executive Committee shall be deemed present at a meeting if a conference telephone or similar communications equipment, by means of which all persons participating in the meeting can hear each other, is used.

ARTICLE XIV: DIRECTOR QUORUM AND VOTING

A majority of the directors shall constitute a quorum for a meeting of the directors of the corporation. If a quorum is present, the affirmative vote of a majority of the directors present or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative vote of a majority of the directors present and voting, shall be the act of the Board of Directors.

ARTICLE XV: DIRECTOR CONFLICT OF INTEREST

- A. No contract or other transaction between the corporation and one (1) or more of the directors, or between the corporation and any other corporation, firm, association or other entity, in which one (1) or more of the directors are directors or officers, or are financially interested, shall be either void or voidable for this reason alone or by reason alone that such director or directors are present at the meeting of the Board of Directors or a committee thereof which approves such contract or transaction, or that his/her or their votes are counted for such purpose:
1. If the fact of such common directorship, officership or financial interest is disclosed or known to the Board or committee, and the Board or committee approves such contract or transaction by vote sufficient for such purpose without counting the vote or votes of such interested director or directors.
 2. If such common directorship, officership or financial interest is disclosed or known to the shareholders entitled to vote thereon, and such contract or transaction is approved by the vote of the shareholders; or
 3. If the contract or transaction is fair and reasonable as to the corporation at the time it is approved by the Board, a committee or the shareholders.
- B. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee, which approves such contract or transaction.

ARTICLE XVI: INFORMAL ACTION OF SHAREHOLDERS

Any action of the shareholders may be taken without a meeting if the consent in writing setting forth the actions so taken shall be signed by the holders of outstanding stock having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted. And filed with the Secretary of the corporation as part of the corporate records.


ARTICLE XVII: CORPORATE EXISTANCE

The effective date of the corporation's existence shall begin on the date of filing.

ARTICLE XVIII: AFFILIATED TRANSACTION

The corporation elects not to be governed by Section 607.0901, Florida Statutes.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation the ____ day of April, 2008.


Todd H. Goldman, Incorporator

**STATE OF FLORIDA
COUNTY OF PINELLAS**

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



Signature/Registered Agent

April 14, 2008
Date



Signature/Incorporator

April 14, 2008
Date

**STATE OF FLORIDA
COUNTY OF PINELLAS**

Before me personally appeared on this 14 day of April, 2008, TODD H. GOLDMAN who is personally known to me or has produced _____ as identification, and who acknowledged to and before me that he executed the foregoing Articles of Incorporation as Incorporator.



NOTARY PUBLIC

 Rita Giles
My Commission DD304717
Expires May 14, 2008

State of Florida (SEAL)
Commission No.:
My commission expires:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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