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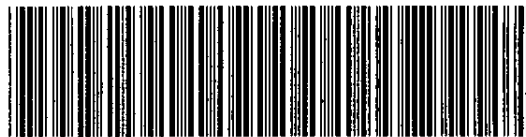
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2010 JAN 28 PM 12:46

*J* 1/29/10

## COVER LETTER

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

**SUBJECT:** GOTOOTIE, Inc.

Enclosed are an original and one (1) copy of the articles of incorporation and a check for: \$78.75. Upon acceptance and the filing thereof by your office, please provide me a certified copy.

**FROM:** Kyle Christian Steele  
6013 Scotchwood Glen  
Unit 11  
Orlando, Florida 32822  
(248) 361-1478  
kyle.steele@comcast.net

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**Attached:**

Articles of Incorporation (Original)  
Articles of Incorporation (Copy)

CHECK FOR \$78.75 FIFTH THIRD #16054888

## **ARTICLES OF INCORPORATION**

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: GOTOOTIE, Inc.

### **ARTICLE II PRINCIPAL OFFICE**

The principal street address and mailing address of the corporation shall be 6013 Scotchwood Glen, Unit 11 Orlando, Florida 32822 until such time as the corporation notifies the Department of State of the State of Florida of any changes.

### **ARTICLE III PURPOSE**

This Corporation may engage in any activity or business permitted under the laws of the United States of America and the state of Florida.

### **ARTICLE IV TERM OF EXISTANCE**

This corporation shall commence as of the date of the filing of these Articles with the Department of State of the State of Florida and shall have perpetual existence.

### **ARTICLE V CAPITAL STRUCTURE**

The number of shares of stock is: The total number of shares of capital stock that the corporation is authorize to issue is 1,000,000 shares having a value of \$0.01 per share. The corporation is authorized to issue two classes of shares of capital stock to be designated respectively Class A Voting Common Stock and Class B Non-Voting Common Stock. The total number of shares of Class A Voting Common Stock that the corporation is authorized to issue is 800,000 shares. The total number of Class B Non-Voting Common Stock that the corporation is authorized to issue is 200,000.

#### **A. Class A Voting Common Stock and Class B Non-Voting Common Stock**

1. **General Privileges of Common Stock.** Each share of Common Stock shall be equal to other share of Common Stock, except as otherwise provided herein or required by law.
2. **Voting Rights.** Except as otherwise required by law or the Articles of Incorporation, each holder of Class A Voting Common Stock shall have one vote in respect of each share of stock held by such shareholder of record on the books of the corporation for the election of directors and on all matters submitted to a vote of the shareholders of the corporation. The Class B Non-Voting Common Stock shall carry no right to vote for the election of directors and on all matters submitted to a vote of the shareholders of the corporation. Except as otherwise required by the Florida Business Corporation Act (the "Florida Corporation Law") or set forth in these Articles of Incorporation, any amendment or restatement thereof, or in any Article of Incorporation filed in accordance with the Florida Corporation Law, the holders of Class A Voting Common Stock shall vote together (or render written consents in lieu of a vote) on all matters submitted to shareholders for a vote.
3. **Automatic Conversion of Class B Non – Voting Common Stock.** Each share of Class B Non – Voting Common Stock shall automatically be converted into one share of Class A Voting Common Stock, immediately upon the effectiveness of a registration statement filed under the Securities Act of 1933 in connection with the public offering of the corporation's Common Stock, other than a registration relating solely to a transaction under Rule 15 under such Act (or any successor rule thereto) or to an employee benefit plan.

4. Dividends. It any, the holders of shares of Common Stock shall be entitled to receive, when, as and if declared by the Board of Directors of the corporation, out of the assets of the corporation which are by law available thereof, dividends payable either in cash, in property or in shares of capital stock.
5. Dissolution, Liquidation or Winding Up. In the event of any dissolution, liquidation or winding up of affairs of the corporation, the holders of Common Stock shall be entitled to receive all of the remaining assets of the corporation of whatever kind available for distribution to stakeholders ratably in proportion to the number of shares of Common Stock held by them respectively, unless otherwise provided by law or articles of Incorporation, any amendment or restatement thereof, or in any Article of Incorporation filed in accordance with the Florida Corporation Law.

#### **ARTICLE VI OFFICERS AND/OR DIRECTORS**

There shall be a Board of Directors for this corporation which shall consist of not less than one (1). Except for the number constituting the initial Board of Directors, the number of directors shall be decided by resolution of the shareholders.

#### **ARTICLE VII INITIAL OFFICERS AND/OR DIRECTORS**

Kyle Christian Steele, CEO and Director  
6013 Scotchwood Glen  
Unit 11  
Orlando, Florida, 32822

Himanshu Pagey, CTO and Director  
3054 Southern Pine Trail  
Orlando, Florida 32826

#### **ARTICLE VIII BYLAWS**

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

#### **ARTICLE IX INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law, as provided by the Bylaws.

#### **ARTICLE X AMENDMENT OF ARTICLES OF INCORPORATION**

These Articles of Incorporation may be amended at any time by a resolution adopted by a majority vote of the Board of Directors at any annual or special meeting, provided at least ten (10) days' written notice is given to each director of the time and place of the meeting and the purpose thereof. Any amendment to these Articles of Incorporation so made must be approved by a majority vote of the shareholders of the corporation.

#### **ARTICLE XI REGISTERED AGENT**

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

Kyle Christian Steele  
6013 Scotchwood Glen  
Unit 11  
Orlando, Florida, 32822

**ARTICLE XII INCORPORATOR**

The name and address of the Incorporator is:

Kyle Christian Steele  
6013 Scotchwood Glen  
Unit 11  
Orlando, Florida, 32822

\*\*\*\*\*

*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

Signature Incorporator

Date

Date

[END]

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