



# AEROLAW OFFICES

Conrad S. Kulatz, Esq.

[aerolaw.info](http://aerolaw.info) KPBI  
Member: NTSB Bar Assoc. KFLI  
Florida Aviation Law Comm. KFXE  
National Business Aircraft Assoc. KSEF  
Experimental Aircraft Assoc. KAVO

The Trial Lawyers Building  
633 S.E. Third Ave. Ste. 4R  
Fort Lauderdale, FL 33301  
(954) 527-0002  
FAX: (954) 524-5143  
[kdavlaw@earthlink.net](mailto:kdavlaw@earthlink.net)

North Office: Ste. 341  
KSEF Airport Terminal  
128 Authority Lane  
Sebring, FL 33870  
(954) 682-0900  
FAX: (866) 991-7599

December 13<sup>th</sup>, 2013

Florida Divisions of Corporations  
Attn: New Filings  
409 E. Gaines Street  
Tallahassee, FL 32399


Re: **Boy "U" Tuff Entertainment, Inc.**

Dear Sir or Madam,

Enclosed please find original Articles of Incorporation along with our check no. 1334 in the amount of \$78.75 to cover the filing fees for the above referenced "New" Corporation.

Should you have any questions or concerns, please do not hesitate to contact our office.

Cordially,

  
Barbara M. Davis  
Legal Assistant to:  
Conrad S. Kulatz, ESQ.

FILED  
13 DEC 18 PM 2:57  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**Boy "U" Tuff Entertainment, Inc.**

The undersigned subscriber to these Articles of Incorporation, a natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the corporation shall be:

Boy "U" Tuff Entertainment, Inc.

The principal place of business of this corporation shall be 2812 N.W. 6th Court, Fort Lauderdale, FL 33311.

**ARTICLE II. NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 shares of common stock having no par value per share.

FILED  
19 DEC 18 9PM 257  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation shall be 633 S.E. Third Avenue, Suite 4R, Fort Lauderdale, Florida 33301, and the name of the initial resident

agent of the corporation at that address is Attorney Conrad S. Kulatz, Esquire.

#### **ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

#### **ARTICLE VI. CORPORATE INDEMNIFICATION PLAN**

The corporation may indemnify any person:

(1) Who was or is a party, or is threatened to be made a party, to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative (other than an action by, or in the right of, the corporation) by reason of the fact that he/she is or was a director, officer, employee, or agent of the corporation or is or was serving at the request of the corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise against such costs and expenses, and to the extent and in the manner provided in Florida Statute 607.014;

(2) Who was or is a party, or is threatened to be made a party, to any threatened, pending, or completed action or suit by or in the right of the corporation to procure a judgment in its favor by reason of the fact that he/she is or was a director, officer, employee, or agent of the corporation or is or was serving at the request of the corporation as a director, officer, employee, or agent of the corporation or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust, or other enterprise against such costs and expenses, and to the extent and in the manner provided in Florida Statute 607.014. The extent, amount, and eligibility for the indemnification provided herein will be made by the Board of Directors. Said determinations will be made by a majority vote of a quorum consisting of directors who were not parties to such action, suit, or proceeding or by the shareholders

by a majority vote of a quorum consisting of shareholders who were not parties to such action, suit, or proceeding.

The corporation will have the power to make further indemnification as provided in Florida Statute 607.014(6) except to indemnify any person against gross negligence or willful misconduct.

The corporation is further authorized to purchase and maintain insurance for indemnification of any person as provided herein and to the extent provided in Florida Statutes 607.014(8) and 607.014(9).

#### **ARTICLE VII. PREEMPTIVE RIGHTS**

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of the issue bears to the total number of shares held by all shareholders including shares of shareholders who do not exercise their preemptive rights. He shall pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms, and conditions of the issue of shares, and inviting him to exercise his preemptive rights. The intended result being that each shareholder shall have the opportunity to purchase sufficient shares of any issue, to keep the same share holding ratio to the total outstanding shares he enjoyed before the issue.

#### **ARTICLE VIII. PERSONAL LIABILITY**

The officers, directors and shareholders of this corporation shall have no personal liability for the debts of this corporation.

**ARTICLE IX. DIRECTORS**

This corporation shall have Three (3) Director initially. The number of Directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law. The names and address's of the Directors of the Corporation are:

Dwayne Toomer  
Cory Toomer

all at: 2812 N.W. 6th Court, Fort Lauderdale, FL 33311

**ARTICLE X. SUBSCRIBER**

The name and street address of the subscriber to these Articles of Incorporation is:

Dwayne Toomer  
2812 N.W. 6th Court  
Fort Lauderdale, FL 33311

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on December 11, 2013.

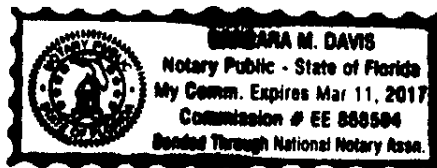
  
Dwayne Toomer

STATE OF FLORIDA     )  
                                  ) ss.  
COUNTY OF BROWARD )

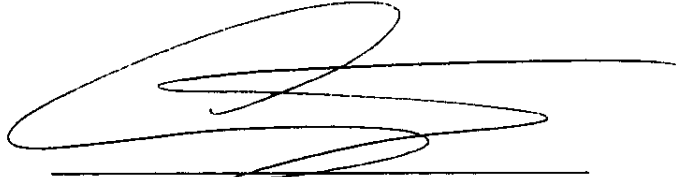
The foregoing instrument was acknowledged before me on December 11, 2013, by Dwayne Toomer who is personally known to me and who did take an oath.

My Commission Expires:

  
Notary Public



Having been named as registered agent for the above-stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.0505, Florida Statutes, as amended.



Conrad S. Kulatz, Esquire

December 11, 2013

FILED  
19 DEC 18 PM 2:57  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA