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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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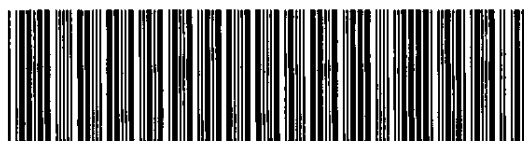
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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Lori B. Goldstrom

(770) 559-5576

LGOLDSTROM@MENDENFREIMAN.COM

December 14, 2016

UPS

Florida Department of State  
Corporations Division  
2661 Executive Center Circle  
Tallahassee, FL 32301

***Re: Studio 8 Promotions, Inc. -Domestication***

Dear Sir or Madam:

We have enclosed the following documents in connection with the filing of the above-referenced Corporation: Studio 8 Promotions, Inc.

1. An original and one copy of the *Articles of Incorporation* for Studio 8 Promotions, Inc.
2. Certificate of Domestication for Studio 8 Promotions, Inc.
3. Check payable to the Florida Department of State in the amount of \$137.50 to cover the filing fees for Certificate of Domestication (\$50.00), Articles of Incorporation and Certified Copy (\$78.75), and Certificate of Status (\$8.75).

Please note we have prepared all of the enclosed documents for a 12/31/16 effective date. It is respectfully requested that a Certificate of Incorporation be issued and that such Certificate, together with one copy of the Articles of Incorporation, be returned to the undersigned in the enclosed envelope. Thank you in advance for your prompt attention to this matter.

Sincerely,



Lori B. Goldstrom

Paralegal

LBG:lg

Enclosures

**COVER LETTER**

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

**SUBJECT:** Studio 8 Promotions, Inc.

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

**FEES:**

|  |                 |
|--|-----------------|
| Certificate of Domestication                 | \$ 50.00        |
| Articles of Incorporation and Certified Copy | <u>\$ 78.75</u> |
| Total to domesticate and file                | \$128.75        |

**OPTIONAL:**

|                       |         |
|-----------------------|---------|
| Certificate of Status | \$ 8.75 |
|-----------------------|---------|

Laura Schwartz

Name (printed or typed)

133 Emma Grace Lane

Address

Santa Rosa Beach, FL 32459

City, State & Zip

770-855-1606

Daytime Telephone Number

hwspromo@yahoo.com

E-mail address: (to be used for future annual report notification)

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## CERTIFICATE OF DOMESTICATION

The undersigned, Laura Schwartz, President,  
(Name) (Title)

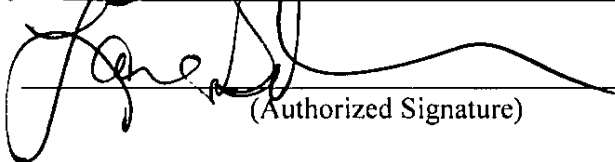
of Studio 8 Promotions, Inc. a foreign corporation,  
(Corporation Name)

in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was June 2, 1995.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Georgia.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Studio 8 Promotions, Inc..
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is Studio 8 Promotions, Inc..
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was Georgia.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am President, of Studio 8 Promotions, Inc.

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 9 day of December, 2016.

  
(Authorized Signature)

| Filing Fee:                                  |          |
|--|----------|
| Certificate of Domestication                 | \$ 50.00 |
| Articles of Incorporation and Certified Copy | \$ 78.75 |
| Total to domesticate and file                | \$128.75 |

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

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

**ARTICLE I NAME**

The name of the corporation shall be: Studio 8 Promotions, Inc.

**ARTICLE II PRINCIPAL OFFICE**

Principal street address

133 Emma Grace Lane

Santa Rosa Beach, FL 32459

Mailing address, if different is:

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is: for any lawful purpose and business not specifically prohibited to corporations under the applicable laws of the State of Florida.

**ARTICLE IV SHARES**

The number of shares of stock is: 100,000 No Par Value

**ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**

Name and Title: Laura Schwartz, President

Address: 133 Emma Grace Lane  
Santa Rosa Beach, FL 32459

Name and Title: Laura Schwartz, Secretary

Address: 133 Emma Grace Lane  
Santa Rosa Beach, FL 32459

Name and Title: Laura Schwartz, Treasurer

Address: 133 Emma Grace Lane  
Santa Rosa Beach, FL 32459

Name and Title:

Address:

Name and Title:

Address:

Name and Title:

Address:

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FLA.

Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_  
Address \_\_\_\_\_ Address: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**ARTICLE VI REGISTERED AGENT**

The **name and Florida street address** (P.O. Box NOT acceptable) of the registered agent is:

Name: Laura Schwartz  
Address: 133 Emma Grace Lane  
Santa Rosa Beach, FL 32459

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SEC. OF STATE  
TALLAHASSEE, FL 32399

**ARTICLE VII INCORPORATOR**

The **name and address** of the Incorporator is:

Name: Laura Schwartz  
Address: 133 Emma Grace Lane  
Santa Rosa Beach, FL 32459

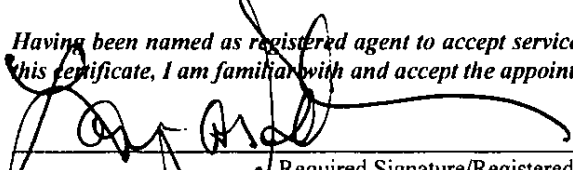
**ARTICLE VIII EFFECTIVE DATE:**

Effective date, if other than the date of filing: December 31, 2016. (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five days prior or 90 days after the filing.)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

*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*

  
\_\_\_\_\_  
Required Signature/Registered Agent

12/9/2016  
Date

*I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.*

  
\_\_\_\_\_  
Required Signature/Incorporator

12/9/2016  
Date

## ARTICLE VIII

1. **Operating Agreement and Authority:** The manner in which the company formed under these articles (the "Company") conducts its business and affairs, the duties and authority of its Members and Managers and the rights and obligations of its Members and Managers to the extent not expressly required by and provided for in the Florida Revised Limited Liability Company Act at Title XXXVI, Chapter 605, of the Florida Statutes, et seq. (the "Act"), shall be set forth in the operating agreement of the Company (the "Operating Agreement") adopted by the initial Members and Managers of the Company. Said Operating Agreement may from time to time be amended in accordance with the provisions contained therein.
2. **Management:** Management of the Company is vested in one or more managers who shall have exclusive authority to act for the Company in all matters. The authorities and duties of the Managers shall be set forth in the Operating Agreement.
3. **Transferability of Interest:** The Operating Agreement includes limitations and restrictions on the right of a Member to transfer an ownership interest in the Company. These restrictions apply to the transfer of voting rights and distribution rights.
4. **Objects and Purposes:** The nature of the business and the objects and purposes for which the Company is organized are to carry on and engage in and conduct any lawful business or investment activities, and exercise all of the powers, rights and privileges which a limited liability company organized under the Act may have and exercise.
5. **Duration:** The Company shall exist for a perpetual duration from the effective date of these Articles of Organization and shall continue from year to year until the Company is liquidated and dissolved according to the voting requirements then prescribed in the Operating Agreement. To the extent that the Company inadvertently forfeits its status as a Limited Liability Company under Georgia law, the Company will nonetheless continue as a general partnership and shall be subject to the applicable requirements of the Operating Agreement, and the Act until such time as it is reconstituted as a Limited Liability Company under the laws of the State of Georgia.
6. **Superiority of Articles of Organization:** In the event of any conflict between a provision of these Articles of Organization and a provision of the Operating Agreement of the Company, the provision of these Articles of Organization shall govern.
7. **Additional Contributions:** Additional contributions to the Company shall be made at such times and in such amounts as may be provided in the Company's written Operating Agreement.
8. **Additional Members:** A unanimous vote of all Members of the Company is required to admit new Members. The Company shall have the right to admit additional Members to the Company in accordance with the terms and conditions, which shall be set forth in the Company's Operating Agreement. Any Member who is subsequently admitted as a Member of the Company shall have all of the rights and obligations of a Member under the Operating Agreement. Any transferee of a Member's Interests in the Company shall be treated as an Assignee until such time as that transferee is admitted as an Additional or Substitute Member, if ever, in accordance with the terms of the Operating Agreement.

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