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2019 AUG -6 PM 2:16
SECRETARY OF STATE
CALLAHAN/SEELEY

N. SAMS

AUG 15 2019

ARTICLES OF INCORPORATION **FILED**
OF
JET GENIUS HOLDINGS, INC.

2019 AUG -6 PM 2:16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

ARTICLE 1

The name of the corporation is JET GENIUS HOLDINGS, INC.

ARTICLE 2

The principal place of business address and mailing address for the Corporation is 1560 Sawgrass Corporate Parkway, Suite 485, Sunrise, Florida 33323.

ARTICLE 3

The purpose for which this Corporation is organized is to engage in any and all lawful business pursuant to the Florida Business Corporation Act.

ARTICLE 4

This Corporation is authorized to issue two classes of Common Stock designated "Class A" Shares and "Class B" Shares and referred to either as Class A Stock or Class A Shares and Class B Stock or Class B Shares, respectively. The number of shares of Class A Stock which the Corporation is authorized to issue is 10,000,000. The number of shares of Class B Stock which the Corporation is authorized to issue is 1,000,000.

The following are the designations, rights and restrictions with respect to each class of capital stock of the Corporation.

A. VOTING.

1. Class A Stock. Each holder of shares of Class A Stock shall be entitled to one (1) vote for each share of Class A Stock held as of the applicable date on any matter that is submitted to a vote or for the consent of the shareholders of the Corporation and shall have and possess the exclusive right to notice of the shareholders' meetings and the exclusive voting rights and powers to vote on all issues presented to the shareholders for voting, including the election of directors, except as otherwise provided by law.

2. Class B Stock. Except as otherwise required by law, holders of Class B Stock shall have no voting rights.

B. TRANSFERABILITY. In the event a shareholder desires to sell its shares of Corporate stock, the Corporation shall have the right of first refusal and then the shareholders of record on the date of the notice of the intent to transfer shall have the secondary right of refusal to purchase such shares on the same terms offered by a bona fide third-party offeror pursuant to the following:

1. The Corporation will exercise the election to purchase the shares by giving notice no more than 30 days after receipt of seller's notice of sale; and

2. The shareholder(s) exercising such right of secondary refusal shall exercise the election to purchase those shares not purchased by the Corporation within 60 days after receipt of seller's notice of sale.

ARTICLE 5

The name and street address in the State of Florida of the Corporation's registered agent is Registered Agents Inc., 7901 4th Street N, Suite 300, St. Petersburg, Florida 33702.

ARTICLE 6

The liability of the directors of the Corporation for monetary damages shall be eliminated to the fullest extent permissible under Florida law.

ARTICLE 7

The Corporation is authorized to provide indemnification of officers, directors, employees, and agents who are a party to any proceeding for actions made on behalf of the Corporation and its stockholders through bylaw provisions or through agreements in excess of the indemnification otherwise permitted pursuant to Section 607.0850 of the Florida Business Corporation Act.

ARTICLE 8

The name and address of the incorporator is Chris Popov, 9915 Mira Mesa Blvd, Suite 130, San Diego, California. 92131.

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that 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. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Dated: July 26, 2019


Chris Popov, Incorporator

I, the undersigned Registered Agent, certify that I am familiar with and accept the responsibilities of registered agent pursuant to Section 6.7.0505, F.S.

Dated: July 31, 2019

Registered Agents Inc.

By: 
Bill Havre

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SECRETARY OF STATE
TALLAHASSEE FLORIDA