

Division of Corporations

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Florida Department of State
Division of Corporations
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FLORIDA PROFIT/NON PROFIT CORPORATION

Razor Boy Productions, Inc.

Certificate of Status	0
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ARTICLES OF INCORPORATION
of
RAZOR BOY PRODUCTIONS, INC.

ARTICLE I
NAME

The name of the Corporation is Razor Boy Productions, Inc.

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the Corporation is located at 13400 Sutton Park Drive South, Unit 1501, Jacksonville, Florida 32224 and the mailing address of the Corporation is PO Box 2264, Ponte Vedra Beach, Florida 32004.

ARTICLE III
PURPOSE

The Corporation's purpose shall be for any and all lawful business.

ARTICLE IV
CAPITAL STOCK

(a) Authorized Shares. The total number of shares of stock that the Corporation may issue is 100 shares with a par value of \$0.10 per share. Each of the shares shall entitle the holder thereof to one (1) vote at any meeting of the shareholders. All or any part of the stock may be paid for in cash or in property at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock, when issued, shall be fully paid and nonassessable.

(b) Capital Stock. The capital of the Corporation shall be at least equal to the sum of the aggregate par value of all issued shares having par value plus such amounts as, from time to time, by resolution of the Board of Directors, may be transferred thereto.

(c) Corporate Liquidation and Dissolution. In the event of voluntary or involuntary liquidation, dissolution or winding up of the Corporation, the holders of record of the common stock shall be entitled to receive distribution, ratably, of the remaining assets of the Corporation.

(d) Preemptive Rights. Shareholders shall have no preemptive rights.

(e) Cumulative Voting. Cumulative voting shall not be permitted.

(f) Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by a shareholders' agreement recorded in the Corporation's minute book, impose such

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restrictions on the sale, transfer, or encumbrance of the stock of the Corporation as they may see fit.

**ARTICLE V
REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent in the State of Florida are Fisher, Tousey, Leas & Ball, P.A., 501 Riverside Avenue, Suite 600, Jacksonville, Florida 32202.

**ARTICLE VI
INCORPORATOR**

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

Frank Costantini
13400 Sutton Park Drive South, Unit 1501
Jacksonville, Florida 32224

**ARTICLE VII
DIRECTORS**

(a) Number. The Corporation shall have one (1) director. The number of directors may be changed from time to time pursuant to the bylaws adopted by the shareholders.

(b) Board of Directors. The name and address of the members of the Board of Directors of the Corporation are:

Frank Costantini
13400 Sutton Park Drive South, Unit 1501
Jacksonville, Florida 32224

(c) Indemnification. The Board of Directors is specifically authorized to provide for indemnification of directors, officers, employees and agents to the fullest extent permitted by law.

**ARTICLE VIII
OFFICERS**

The name and address of the officers of the Corporation are:

Frank Costantini
13400 Sutton Park Drive South,
Unit 1501
Jacksonville, Florida 32224

President, Secretary, Treasurer

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**ARTICLE IX
BYLAWS**

The Bylaws of the Corporation shall be adopted by the Board of Directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of Directors, but the Board of Directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

**ARTICLE X
DURATION**

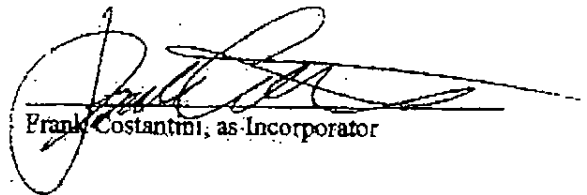
The Corporation shall exist perpetually. The Corporation's existence shall commence on the date these Articles of Organization are executed, except that if they are not filed by the Department of State of the State of Florida within five (5) business days thereafter, the Corporation's existence shall commence upon filing by the Department of State.

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IN WITNESS WHEREOF, the undersigned Incorporator has made and subscribed these Articles of Incorporation for the foregoing use and purpose this 3rd day of DEC, 2019.


Frank Costantini, as Incorporator

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COMMONWEALTH OF MASSACHUSETTS

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of the Florida Statutes, Razor Boy Productions, Inc. , a Florida corporation (the "*Corporation*"), submits the following statement in designating the registered office/registered agent of the Corporation in the State of Florida:

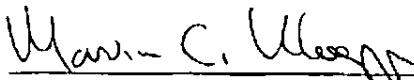
1. The name of the Corporation is Razor Boy Productions, Inc.
2. The name and address of the registered agent and office are Fisher, Tousey, Leas & Ball, P.A., 501 Riverside Avenue, Suite 600, Jacksonville, Florida 32202.

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the Corporation at the place designated in this Certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent, as provided for in the Florida Business Corporation Act.

DATED: This 4th day of December, 2019.

FISHER, TOUSEY, LEAS & BALL, P.A.,
a Florida professional corporation


Marvin C. Kloeppe, as Vice President

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