

P21000105456

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H21000468693 3)))



Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850)617-6381

From: Account Name : SHUTTS & BOWEN LLP (ORLANDO)
Account Number : I20030000004
Phone : (407)835-6769
Fax Number : (407)843-4076

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

SECRETARY OF STATE
FACILITY ADDRESS: 1000
2021 DEC 27 PM 3:08

APPROVED
AND
FILED

FLORIDA PROFIT/NON PROFIT CORPORATION
W2G Theme Parks FL, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

AB
12/27/21

[Electronic Filing Menu](#)

[Corporate Filing Menu](#)

[Help](#)

APPROVED
AND
FILED

2021 DEC 27 PM 3:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
W2G THEME PARKS FL, INC.**

The undersigned incorporator hereby makes, subscribes, acknowledges and files with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation is **W2G THEME PARKS FL, INC.** The principal place of business and mailing address is 7343 El Camino Real PMB 326, Atascadero, CA 93422.

ARTICLE II

Existence of Corporation

This corporation shall begin existence on the date of filing of these Articles with the Secretary of State, Division of Corporations for the State of Florida and shall have perpetual existence.

ARTICLE III

Purposes

The corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV

Authorized Shares of Capital Stock

The total number of shares of capital stock authorized to be issued by the corporation shall be 10,000 shares of common stock having a par value of \$.01 per share. Except as otherwise required by law or as otherwise provided in these Articles of Incorporation each of the said shares of common stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election. All or any part of said common stock may be paid for in cash, in property or in labor or services actually performed for the corporation and valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All common stock when issued shall be paid for and shall be non-assessable.

ARTICLE V

Initial Officers and/or Directors

The initial Officers and/or Directors of the Corporation are as follows, each of whom shall serve until their resignation or removal in accordance with the Bylaws and applicable law:

Name

Title

Matthew Holguin

President

ARTICLE VI
Registered Office and Registered Agent

The street address of the corporation's initial registered office is 300 South Orange Avenue, Suite 1600, Orlando, Florida 32801, and the name of the corporation's registered agent is Corporation Company of Orlando. The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statutes.

ARTICLE VII
Indemnification

This corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE VIII
Incorporator

The name and address of the incorporator of this corporation is as follows: Matthew Holguin, 7343 El Camino Real PMB 326, Atascadero, CA 93422.

ARTICLE IX
Amendment of Articles of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 27th day of December, 2021.



Matthew Holguin, Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR
THE SERVICE OF PROCESS WITHIN FLORIDA AND
REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

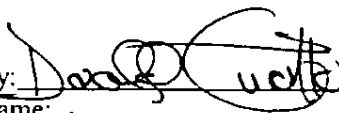
In compliance with Sections 48.091 and 607.0505, Florida Statutes, the following is submitted: **W2G THEME PARKS FL, INC.** (the "Corporation"), desiring to organize as a domestic corporation under the laws of the State of Florida has named and designated **Corporation Company of Orlando** as its Registered Agent to accept service of process within the State of Florida with a registered office located at 300 South Orange Avenue, Suite 1600, Orlando, FL 32801.

ACKNOWLEDGMENT

Having been named as Registered Agent for the Corporation at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of Section 607.0505, Florida Statutes, as the same may apply to the Corporation; and I further agree to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Corporation relating to the proper and complete performance of my duties as Registered Agent.

Dated this 27 day of December, 2021.

CORPORATION COMPANY OF ORLANDO

By: 
Name: DANA M. CAROTTE, Vice President

W2G THEME PARKS FL, INC.
7343 El Camino Real PMB 326
Atascadero, CA 93422

December 27, 2021

Florida Secretary of State
Tallahassee, Florida

RE: Consent to Use of Name

Ladies and Gentlemen:

The undersigned, as President of W2G Theme Parks FL, Inc., a California corporation (W2G California) which was qualified and authorized to conduct business within the State of Florida on October 2, 2017, under Document Number F17000004416, does hereby consent to use of the name W2G Theme Parks FL, Inc. by a new corporation to be incorporated in Florida simultaneously with this letter.

Please note that simultaneously with the incorporation of this new Florida corporation, W2G California is merging with and into the new Florida corporation, with the new Florida corporation as the surviving entity, at which time W2G California's foreign registration will cease.

Sincerely,

W2G THEME PARKS FL, INC.

By: 

Matthew Holguin, President