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FLORIDA PROFIT/NON PROFIT CORPORATION ORANGE CATS STUDIO, INC.

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ARTICLES OF INCORPORATION OF ORANGE CATS STUDIO, INC.

ARTICLE I

The name of this corporation is Orange Cats Studio, Inc. (the "*Corporation*").

ARTICLE II

The street and mailing address of the initial principal office of the Corporation is 1980 South Ocean Drive, Apt. 11K, Hallandale Beach, FL 33009.

ARTICLE III

The nature of the business or purposes to be conducted or promoted by the Corporation is to engage in any lawful act or activity for which corporations may be incorporated under the Florida Business Corporation Act (the "*FBCA*").

ARTICLE IV

The amount of the total stock this Corporation is authorized to issue is one million (1,000,000) shares of common stock, \$0.00001 par value per share ("*Common Stock*"). The following is a statement of the designations and the powers, privileges and rights, and the qualifications, limitations or restrictions thereof in respect of Common Stock of the Corporation.

1. Voting. The holder of each share of Common Stock shall have the right to one vote for each such share, and shall be entitled to notice of any stockholders' meeting in accordance with the bylaws of this Corporation (the "*Bylaws*"), and shall be entitled to vote upon such matters and in such manner as may be provided by law. There shall be no cumulative voting.

2. Dividends. Dividends may be declared and paid on the Common Stock from funds lawfully available therefor as and when determined by the Corporation's board of directors (the "*Board*").

3. Liquidation. Upon the dissolution or liquidation of the Corporation, whether voluntary or involuntary, holders of Common Stock will be entitled to receive all assets of the Corporation available for distribution to its stockholders.

4. Redemption. The Common Stock is not redeemable at the option of the holder.

ARTICLE V

The number of directors of this Corporation shall be determined in the manner set forth in the Bylaws of this Corporation. Elections of directors need not be by written ballot unless the Bylaws of this Corporation shall so provide.

ARTICLE VI

The Board shall have the power to adopt, amend or repeal the Bylaws of the Corporation; provided, however, that the fact that such power has been conferred upon the Board shall not divest the Corporation's stockholders of the power, nor limit their power to adopt, amend or repeal the Bylaws.

The Board in its discretion may submit any contract or act for approval or ratification at any annual meeting of the stockholders or at any meeting of the stockholders called for the purpose of considering any

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such act or contract, and any contract or act that shall be approved or be ratified by the vote of the holders of a majority of the stock of this Corporation which is represented in person or by proxy at such meeting and entitled to vote thereat (provided that a lawful quorum of stockholders be there represented in person or by proxy) shall be as valid and as binding upon this Corporation and upon all the stockholders as though it had been approved or ratified by every stockholder of this Corporation, whether or not the contract or act would otherwise be open to legal attack because of directors' interest, or for any other reason.

In addition to the powers and authorities hereinbefore or by statute expressly conferred upon them, the Board is hereby empowered to exercise all such powers and do all such acts and things as may be exercised or done by this Corporation; subject, nevertheless, to the provisions of the statutes of Florida, of this Articles of Incorporation, and the Bylaws of this Corporation.

ARTICLE VII

Meetings of stockholders may be held within or without the State of Florida, as the Bylaws of this Corporation may provide. The books of this Corporation may be kept (subject to any provision contained in the FBCA) outside the State of Florida at such place or places as may be designated from time to time by the Board or in the Bylaws of this Corporation.

ARTICLE VIII

The Corporation shall indemnify, advance expenses, and hold harmless, to the fullest extent permitted by the FBCA and other applicable law as it presently exists or may hereafter be amended, any person (a "**Covered Person**") who was or is made or is threatened to be made a party or is otherwise involved in any action, suit, or proceeding, whether civil, criminal, administrative, or investigative, and whether formal or informal (a "**Proceeding**"), by reason of the fact that they, or a person for whom they are the legal representative, is or was a director or officer of the Corporation or, while a director or officer of the Corporation, is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation or of a partnership, joint venture, trust, enterprise, or nonprofit entity, including service with respect to employee benefit plans, against all liability, damages, and loss suffered and expenses (including attorneys' fees) actually and reasonably incurred by such Covered Person. Any amendment, repeal, or modification of this Article VIII shall not adversely affect any right or protection hereunder of any person in respect of any act or omission occurring prior to the time of such repeal or modification.

ARTICLE IX

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

ARTICLE X

The street address of this Corporation's initial registered office in the State of Florida is 1980 South Ocean Drive apt 11K, Hallandale Beach, FL 33009. The name of the initial registered agent of the Corporation at that office is Mark Libin.

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ARTICLE XI

The name and mailing address of the incorporator are as follows:

Mark Libin
1980 South Ocean Drive, Apt. 11K
Hallandale Beach, FL 33009

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

DocuSigned by:
Mark Libin
ASF0836A9EB3474...

Name: Mark Libin
Title: Registered Agent

2/7/2023

Date

I submit these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Florida Department of State constitutes a third degree felony as provided for in Section 817.155 of the Florida Statutes.

DocuSigned by:
Mark Libin
ASF0836A9EB3474...

Name: Mark Libin
Title: Incorporator

2/7/2023

Date

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