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(Requestor's Name)

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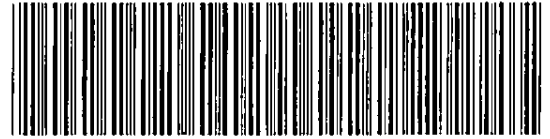
(Business Entity Name)

(Document Number)

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2024 AUG 14

**Sunshine State Corporate Compliance Company**

3458 Lakeshore Drive, Tallahassee, Florida 32312

(850) 656-4724

DATE 08/14/2024

**\*\*WALK IN\*\***

ENTITY NAME MJ PMWeb Holder 1, Inc.

DOCUMENT NUMBER \_\_\_\_\_

**\*\*PLEASE FILE THE ATTACHED AND RETURN\*\***

XXXXXXXXXX

*Plain Copy*

*Certified Copy*

*Certificate of Status*

**\*\*PLEASE OBTAIN THE FOLLOWING FOR THE ABOVE ENTITY\*\***

*Certified Copy of Arts & Amendments*

*Certificate of Good Standing*

**\*\*APOSTILLE' / NOTARIAL CERTIFICATION\*\***

COUNTRY OF DESTINATION \_\_\_\_\_

NUMBER OF CERTIFICATES REQUESTED \_\_\_\_\_

TOTAL OWED \$70

ACCOUNT #: I20160000072

*S R JPB*

*Please call Tina at the above number for any issues or concerns. Thank you so much!*

**ARTICLES OF INCORPORATION  
OF  
MJ PMWEB HOLDER 1, INC.**

**ARTICLE ONE**

The name of the corporation is **MJ PMWeb Holder 1, Inc.**

**ARTICLE TWO**

The street address of the principal office of the corporation and its mailing address is 2875 NE 191st Street, PH6, Miami, FL 33180.

**ARTICLE THREE**

The address of the corporation's registered office in the State of Florida is 2875 NE 191st Street, PH6, Miami, FL 33180. The name of its registered agent at such address is Marc Jaude.

**ARTICLE FOUR**

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act as it now exists or may hereafter be amended or supplemented.

**ARTICLE FIVE**

The total number of shares of stock which the corporation has authority to issue is one thousand (1,000) shares of Common Stock, par value \$0.001 per share.

**ARTICLE SIX**

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

Marc Jaude  
2875 NE 191st Street, PH6  
Miami, Florida 33180

**ARTICLE SEVEN**

In furtherance and not in limitation of the powers conferred by law, the board of directors of the corporation is expressly authorized to adopt, amend or repeal the bylaws of the corporation; provided, however, such authorization shall not divest the stockholders of the power or limit the power of the stockholders to adopt, amend or repeal the bylaws of the corporation.

## ARTICLE EIGHT

Meetings of stockholders may be held within or without the State of Florida, as the bylaws of the corporation may provide. The books of the corporation may be kept outside the State of Florida at such place or places as may be designated from time to time by the board of directors or in the bylaws of the corporation. Election of directors need not be by written ballot.

## ARTICLE NINE

To the fullest extent permitted by the Florida Business Corporation Act as the same exists or may hereafter be amended, a director or officer of this corporation shall not be liable to the corporation or any of its stockholders for monetary damages for a breach of fiduciary duty as a director or officer (as applicable).

The corporation shall indemnify and shall advance liabilities and expenses, to the fullest extent that it shall have power under applicable law, as the same exists or may hereafter be amended, to do so and in a manner permitted by such law, to any person made or threatened to be made a party to, or is or was otherwise involved (as a deponent, witness or otherwise) in, any threatened, pending or completed claim, investigation, action, suit or proceeding, or any part thereof, whether civil, criminal, administrative or investigative, whether formal or informal, by reason of the fact that such person is or was a director or officer of the corporation, or by reason of the fact that such person is or was serving at the request of the corporation as a director or officer of another corporation, partnership, joint venture, trust or other enterprise. The words "liabilities" and "expenses" shall include, without limitation, liabilities, losses, damages, judgments, fines, penalties, amounts paid in settlement, expenses, attorneys' fees and costs. The indemnification and advancement provided by this Article Eight shall not be deemed exclusive of any other rights to which any person indemnified or advanced may be entitled under any statute, bylaw, agreement, vote of stockholders or disinterested directors or otherwise, and shall continue as to a person who has ceased to be such director or officer and shall inure to the benefit of the heirs, executors and administrators of such person.

The corporation may purchase and maintain insurance on behalf of any person referred to in the preceding paragraph against any liability and/or expenses asserted against such person and incurred by such person in any such capacity, or arising out of their status as such, whether or not the corporation would have the power to indemnify such person against such liability and/or expenses under the provisions of this Article Eight or otherwise.

For purposes of this Article Eight, references to "the corporation" shall include, in addition to the resulting corporation, any constituent corporation (including any constituent of a constituent) absorbed in a consolidation or merger which, if its separate existence had continued, would have had power and authority to indemnify its directors and officers, so that any person who is or was a director or officer of such constituent corporation, or is or was serving at the request of such constituent corporation as a director or officer of another corporation, partnership, joint venture, trust or other enterprise, shall stand in the same position under the provisions of this Article Eight with respect to the resulting or surviving corporation as such person would have with respect to such constituent corporation if its separate existence had continued.

The provisions of this Article Eight shall be deemed to be a contract between the corporation and each director or officer who serves in any such capacity at any time while this Article Eight and the relevant provisions of the Florida Business Corporation Act or other applicable law, if any, are in effect, and any repeal or modification of any such law or of this Article Eight shall not affect any rights or obligations then existing with respect to any state of facts then or theretofore existing or any claim, investigation, action, suit or proceeding, whether formal or informal, theretofore or thereafter brought or threatened based in whole or in part upon any such state of facts. Any repeal or modification of this Article Eight shall not adversely affect any right or protection of a director or officer of the corporation existing at the time of such repeal or modification.

For purposes of this Article Eight, references to "other enterprises" shall include employee benefit plans; references to "fines" shall include any excise taxes assessed on a person with respect to an employee benefit plan; and references to "serving at the request of the corporation" shall include any service as a director or officer of the corporation which imposes duties on, or involves services by, such director or officer with respect to an employee benefit plan, its participants, or beneficiaries; and a person who acted in good faith and in a manner such person reasonably believed to be in the interests of the participants and beneficiaries of an employee benefit plan shall be deemed to have acted in a manner not opposed to the best interests of the corporation.

#### **ARTICLE TEN**

The 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 herein and by the laws of the State of Florida, and all rights conferred upon stockholders herein are granted subject to this reservation.

\* \* \* \*

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in the Articles of Incorporation of MJ PMWeb Holder 1, Inc., I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signed by:

*Marc Jaude*

802D2814ABEE426

Marc Jaude

Registered Agent

08/14/2024

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.

Signed by:

*Marc Jaude*

802D2814ABEE426

Marc Jaude

Sole Incorporator

08/14/2024

Date