

P24000068723

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

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MAIL

(Business Entity Name)

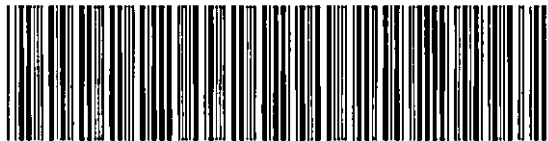
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Certified Copies _____

Certificates of Status _____

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TALLAHASSEE, FL

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FLORIDA
TALLAHASSEE, FL

Sunshine State Corporate Compliance Company

3458 Lakeshore Drive, Tallahassee, Florida 32312

(850) 656-4724

DATE 11/06/2024

ENTITY NAME Fanmio Inc.

DOCUMENT NUMBER _____

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****WALK IN****
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SUNSHINE STATE
TALLAHASSEE, FL

****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 \$105.00

ACCOUNT #: I20160000072

S. R. M.

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

Articles of Conversion
For
Converting Eligible Entity
Into
Florida Profit Corporation

The Articles of Conversion and attached Articles of Incorporation are submitted to convert the following **eligible business entity into a Florida Profit Corporation** in accordance with ss. 607.11933 & 607.0202, Florida Statutes.

1. The name of the Converting Entity immediately prior to the filing of the Articles of Conversion is:

FANMIO INC.

Enter Name of the Converting Entity

2. The converting entity is a corporation

(Enter entity type. Example: limited liability company, limited partnership, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Delaware

(Enter state, or if a non-U.S. entity, the name of the country)

on February 9, 2018

Enter date "Converting Entity" was first organized, formed or incorporated.

DEPARTMENT OF STATE
TALLAHASSEE, FL

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3. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation:

FANMIO INC.

Enter Name of Florida Profit Corporation

4. This conversion was approved by the eligible converting entity in accordance with this chapter and the laws of its current/organic jurisdiction.

5. If not effective on the date of filing, enter the effective date: _____

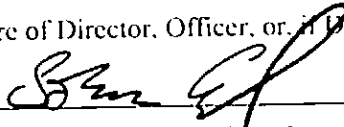
(The effective date: Cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Signed this 5th day of November 2024

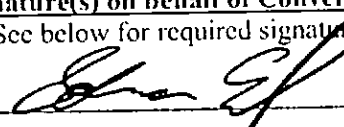
Required Signature for Florida Profit Corporation:

Signature of Director, Officer, or, if Directors or Officers have not been selected, an Incorporator:



Printed Name: Solomon Engel Title: Director

Required Signature(s) on behalf of Converting Florida partnerships, limited partnerships, and limited liability companies: [See below for required signature(s).]

Signature: 

Printed Name: Solomon Engel Title: Director

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of **ALL** General Partners.

If Florida Limited Liability Company:

Signature of a Member or Authorized Representative.

All others:

Signature of an authorized person.

Fees:

Articles of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

CLERK OF DISTRICT COURT
TALLAHASSEE, FL

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ARTICLES OF INCORPORATION
FOR RESULTING FLORIDA PROFIT CORPORATION
OF
FANMIO INC.

ARTICLE 1
NAME

Section 1.1 The name of this corporation, formed in compliance with Chapter 607 and/or Chapter 621 of the Florida Statutes, shall be FANMIO INC.

ARTICLE 2
ADDRESS OF THE REGISTERED OFFICE

Section 2.1 The address of the registered office of the Corporation in the State of Florida is 20803 Biscayne Blvd., Suite 405, Aventura Florida 33180. The name of the registered agent of the Corporation at such address is Solomon Engel.

ARTICLE 3
PURPOSE

Section 3.1 The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the Florida Corporations Act.

ARTICLE 4
SHARES

Section 4.1 The aggregate number of shares which this Corporation shall have authority to issue is 60,000,000 common shares (the "**Common Shares**"), consisting of: (a) 30,000,000 shares of Class A Voting Common Shares, each with a par value \$0.00001 per share (the "**Class A Common Shares**"). (b) 30,000,000 shares of Class B Non-Voting Common Shares, each with a par value \$0.00001 per share (the "**Class B Common Shares**").

Section 4.2 Except as provided herein, the Class A Common Shares and the Class B Common Shares shall have identical rights and preferences, including without equal rights to share in all dividends and other distributions made with respect to the Common Shares.

Section 4.3 The Class A Common shares shall be entitled to one vote per share.

Section 4.4 The Class B Shares shall have no voting rights whatsoever.

Section 4.5 Dividends may be paid on the Common Shares, as the Board of Directors shall from time to time determine out of any assets of the Corporation available for such dividends.

ARTICLE 5
PREEMPTIVE RIGHTS

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TALLAHASSEE, FL

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Section 5.1 The Shareholders of the Corporation shall have no preemptive rights to acquire any unissued or treasure shares of any security of this Corporation upon the sale or issuance of any shares for cash or otherwise.

ARTICLE 6 BOARD OF DIRECTORS

Section 6.1 The sole Director of the Corporation is:

Solomon Engel

20803 Biscayne Blvd. Suite 405, Aventura, Florida 33180

ARTICLE 7 BY-LAWS

Section 7.1 The powers to alter, amend or repeal the By-laws of the Corporation shall be vested in each of the Board of Directors and the Shareholders of the Class A Common Shares of the Corporation.

ARTICLE 8 INDEMNIFICATION

Section 8.1 The Corporation shall indemnify, and hold harmless, to the fullest extent permitted by the 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 he or she, or a person for whom he or she is 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 8 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.

[Signature page to follow]

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CLERK OF STATE
TALLAHASSEE, FL

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IN WITNESS WHEREOF, these Articles of Incorporation are executed by the undersigned director and stockholder of the Corporation as of this 5th day of November 2024.

FANMIO INC.

By: 

Name: Solomon Engel

Title: President

RECORDING OFFICE
TALLAHASSEE, FL

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

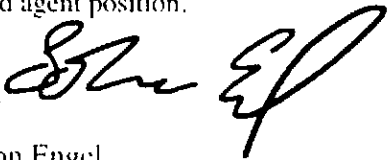
CORPORATION:

Fanmio Inc.

REGISTERED AGENT/OFFICE:

Solomon Engel
20803 Biscayne Blvd Suite 405
Aventura, FL 33180

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



Solomon Engel

Date: 11/5/2024

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