

P97000043850  
TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

FILED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
97-000043850

SUBJECT: **FAME ADVERTISING SPECIALTIES INC.**  
(Proposed corporate name - must include suffix)

600002178146--7  
-05/14/97--01060--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed is an original and one (1) copy of the articles of incorporation and a check  
for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

Additional Copy Required

FROM:

**FRANK A. MORELLO**

Name (printed or typed)

**3606 N.E. 167<sup>TH</sup> ST.**

Address

**NORTH MIAMI BEACH, FLA. 33160**

City, State & Zip

**305 947-4465**

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

9/5/19/97

# Articles of Incorporation of

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
971111 11 01 10

## Article I

The name of this corporation is: **FAME ADVERTISING SPECIALTIES INC.**

## Article II

### Duration

This corporation shall have perpetual existence commencing on the date of execution and acknowledgment of these articles.

**1922 N.E. 154<sup>TH</sup> ST.  
NORTH MIAMI BEACH, FLA. 33162**

## Article III

**TEL (305) 947-5477 FAX 305 947-5110**

This corporation is organized for the purpose of transacting any and all lawful business.

## Article IV

### Capital Stock

This corporation is authorized to issue 100,000 shares of common stock without par value which shall be designated common shares fully paid and non-assessable.

## Article V

### Initial Registered Agent and Office

The name and address of the Initial Registered Agent and office of this corporation is as follows:

**FRANK A. MORELLO  
3606 N.E. 167<sup>TH</sup> STREET  
NORTH MIAMI BEACH, FLA. 33160**

## Article VI

### Initial Board of Directors

This corporation shall have one director initially the President. The number of directors may be increased by the shareholders to a maximum of four (4); President, Vice President, Secretary, and Treasurer. Any other additions must be by amendment of the By-Laws by majority of the Board of Directors. The name and address of the initial director is:

**FRANK A. MORELLO**

Article VII

Incorporator

The name and address of the incorporator signing these Articles of Incorporation is:

**FRANK A. MORELLO**

Article VIII

By-Law Amendments

The power to adopt, alter or appeal the By-Laws of this corporation shall be vested in the Board of Directors and the share holders.

Article IX

Indemnification

The corporation shall indemnify any Officers or Directors and former Officers or Directors to the full extent of the law.

Article X

Informal Action of Directors

If all Director's severally or collectively consent in writing to action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action(s) shall be valid as though it had been authorized at a meeting of the Board of Directors.

Article XI

Amendment of Articles

This corporation reserves the right to amend or appeal any provisions contained in these Articles of Incorporation or any amendment herein and any right conferred upon the shareholder's is subject to this reservation.

Article XII

Pre Emptive Rights

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock this corporation may from time to time be issued (whether or not presently authorized) including shares from the Treasury of this corporation in the ratio that the number of shares he or she holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares presented within thirty (30) days or receipt of a notice in writing from the Corporation stating the price, terms and conditions of the issue of shares and inviting him to exercise his Pre-Emptive rights. This right may be waived by affirmative written waiver submitted by the shareholder to the Corporation within thirty (30) days.

Article XIII

Officers

The officers of the Corporation after the initial meeting shall be a president, a secretary and a treasurer and the number of vice presidents may be fixed and determined by the shareholders from time to time as needed.

In witness whereof the undersigned incorporator have executed these Articles of incorporation this 6 day  
of MAY 1997

Joan Morello

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

Pursuant to the Provisions of Sections 607.0501 or 6117.0501, Florida Statutes, the Undersigned Corporation, Organized under the Laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: FAME ADVERTISING SPECIALTIES INC.

2. The name and address of the registered agent and office is:

FRANK A MORELLO  
(NAME)

3606 N.E. 167 TH ST.

(ADDRESS, P.O. BOX NOT ACCEPTABLE)

NORTH MIAMI BEACH, FLORIDA 33160

(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above 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.

Signature:

Frank Morello

Date:

MAY 6<sup>TH</sup> 1997