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Requestor's Name

Address

Corporate Office
2325 Ulmerton Rd., Suite 22
Clearwater, FL 34622

e #

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97 JUL 28 PM 1:05

SEC... STATE
TALLAHASSEE, FLORIDA

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. 34th STREET BOOK & VIDEO INC.
(Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

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- ☐ Walk in
- ☐ Pick up time ______
- ☐ Certified Copy
- ☐ Mail out
- ☐ Will wait
- ☐ Photocopy
- ☐ Certificate of Status

	NEW FILINGS
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

Examiner's Initials	PH 7/29

CR2E031(1/95)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned, acting as incorporator of a corporation under the Florida [illegible], adopt the following Articles of Incorporation for such corporation:

1. Name and Address: The name of the corporation is 34th Street Book & Video, Inc. The [illegible] office and mailing address is 2200 34th Street South, St. Petersburg, Fl 33711

Duration: The period of its duration is perpetual

3. Purpose: The purpose is to engage in any related activities or business permitted under the laws of the United States and Florida

4. Capital Stock: The corporation is authorized to issue 1,000.00 shares, all of one class, at $1.00 par value

5. Initial Registered Office and Agent: The name and address of the initial registered agent and office of this corporation is as follows:

Richard VandeSteeg II
2200 34th Street So
St. Petersburg, Fl 33711

6. Initial Board of Directors: This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law but shall never be less than one (1)

The name and address of the initial directors of this corporation is:

Name	Address
Richard VandeSteeg II	2200 34th Street So St. Petersburg, Fl 33711

13. Director Conflict of Interest: A. No contract or other transaction between a corporation and one or more of its directors, or between a corporation and any other [illegible] in which one or more of its directors [illegible] officers [illegible] financially [illegible] void or voidable for this [illegible] that such director [illegible] of the board of directors [illegible] approves such contract or [illegible] votes are counted for such purpose:

1. If the fact of such [illegible] his officership of financial interest is disclosed or known to the board or committee, and the board or committee approves such contract or transaction be vote sufficient for such purpose without counting the vote or votes of such interested director or directors; or

2. If such common directorship, officership of financial interest is disclosed or known to the shareholders entitled to vote thereon, and such contract or transaction is approved by vote of the shareholders; or

3. If the contract or transaction is fair and reasonable as to the corporation at the time it is approved by the board, a committee or the shareholders.

B. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the board of directors or of a committee which approves such contract or transaction.

14. Informal Action of Shareholders. Any action of the shareholders may be taken without a meeting if consent in writing setting forth the actions so taken shall be signed by the holders of outstanding stock having not less than the minimum number of votes that would be necessary to authorize to take such action at a meeting at which shares entitled to vote thereon were present and voted, and filled with the Secretary of the corporation as part of the corporate records.

7 Incorporator: The name and address of the Incorporator signing these articles of Incorporation is:

Name	Address
Richard VandeSteeg II	2200 34th Street So St Petersburg Fl 33711

8 Bylaw Amendment: The power to adopt alter amend or repeal the Bylaws of this corporation shall be vested in the board of Directors and the shareholders

9 Indemnification: The corporation may be empowered by resolution of the Board of Directors to indemnify and officer or director or any former officer or director in the manner set out and provided for in the Bylaw of this corporation [illegible] provisions of section 607 0850 of the Florida Statutes [illegible]

10 Informal Action of Di[illegible] If [illegible] of the Directors severally or collectively [illegible] in writing to any 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 shall be as valid as though it had been authorize at a meeting of the board of Directors

11 Amendment of Articles: The power to amend these Articles of Incorporation shall vest in the Stockholders and Directors in the manner produced by the Florida Statutes

12 Pre-emptive Rights: Each shareholder of the corporation shall have the first right to purchase shares (and securities convertible into shares) of any class kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized) including shares from the treasury of this corporation, in the ration that the number of shares he 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 pre empted within thirty (30) days of receipt of a notice in writing from the corporation stating the prices terms and conditions of the issue of shares and inviting him to exercise his pre-emptive rights The right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within (30) days of receipt of notice from the corporation

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 24th day of July 1997.

Richard VandeSteeg II
Incorporator

I hereby accept and am familiar with the duties of being designated as Registered Agent.

Richard VandeSteeg II
Registered Agent

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 24th day of July, 1997 by Richard Vandesteeg II ______________, who is (personally known to me) ~~or (who has produced a drivers license as identification)~~ and who (did/~~did not~~) take on oath

REBECCA JO DERRY
MY COMMISSION EXPIRES
NOVEMBER 23, 2000
#CC 685990
Bonded thru Notary Public Underwriters
NOTARY PUBLIC, STATE OF FLORIDA

Rebecca Jo Derry
Notary Public
My commission Expires: 11-23-2000