

TRANSMITTAL LETTER

P98000024695

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 16 AM 9:46

SUBJECT: SHOWBOX USA INC.
(Proposed corporate name - must include suffix)

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:

MARTIN MITCHELL
Name (Printed or typed)

1020 NORTHEAST 27th AVE.
Address

POMPANO BEACH, FL. 33062
City, State & Zip

(954) 781-4604
Daytime Telephone number

400002458644--4
-03/16/98--01134--012
****131.25 ****131.25

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

3-17-98
WS

ARTICLES OF INCORPORATION

OF
SHOWBOX USA INC.

WE, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation for profit under the laws of the state of florida and do here by certify that we have become such corporation under and pursuant to the following articles of incorporation:

I.

The name of the corporation is SHOWBOX USA INC.

II.

The general nature of the business to be transacted by said corporation shall be any lawful business under the laws of the United States of America and the State of Florida.

The objects and powers specified in these articles of incorporation shall, except where expressly limited, be in no way restrained by inference from the terms of any other clause in any part of this charter, but the objects and powers specified in each of the clauses of this charter shall be regarded as independent and separate purposes and powers of the corporation.

III.

The maximum number of shares of stock that this corporation is authorized to have issued and outstanding at any time is one-hundred (100) shares, each of no par value.

IV.

The amount of the capital with which this Corporation shall and hereby begins business shall be and is the sum of Five Hundred (\$500.00) dollars.

V.

This corporation shall have perpetual existence unless sooner dissolved according to law.

VI.

The post office address of the principal office of the Corporation in this state shall be and is 1020 Northeast 27th Avenue, Pompano Beach, Florida 33062, with the initial registered agent being Martin Mitchell at 1020 Northeast 27th Avenue, Pompano Beach, Florida 33062 with privilege of having branch offices at any other place or places.

VII.

The number of Directors of this Corporation shall be not less than two (2) nor more than five (5). At present the Directors are as follows:

Martin Mitchell	1020 Northeast 27th Avenue Pompano Beach, Florida 33062
Abraham Marcus	3101 Portofino Point Coconut Creek, Florida, 33066

VIII.

The names and post office address of the subscribers to these Articles of Incorporation are as follows;

Martin Mitchell	Fifty Shares	1020 Northeast 27th Avenue Pompano Beach, Florida 33062
Abraham Marcus	Fifty Shares	3101 Portifino Point Coconut Creek, Florida 33066

IX.

The officers of this corporation shall be a President, Vice President, Secretary and Treasurer, and such other officers, abgents and factors as may be necessary. All officers, agents and factors shall be chosen in such a manner, hold their offices for such terms and have such powers and duties as may be prescribed by the By-Laws or redetermined by the Board of Directors.

X

The corporation reserves the right to amend, alter, change or repeal any provisions contained in this Certificate of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein and granted subject to that reservation.

IN WITNESS WHEREOF, we the undersigned subscribing incorporators, hereunto set the respective hands and seals on this 13th day of March 1998, for the purposes of forming this Corporation under the Law of the State of Florida, and we hereby make and file in the offices of the Secretary of State of Florida, these Articles of Incorporation and do hereby certify that the facts and matters hereinabove set forth are true.


MARTIN MITCHELL


ABRAHAM MARCUS

MARTIN MITCHELL having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

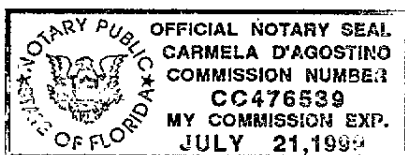
SIGNATURE 
MARTIN MITCHELL (RESIDENT AGENT)

DATE 3/13/98

STATE OF FLORIDA)
)SS
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared MARTIN MITCHELL and ABRAHAM MARCUS, to me well known, and known to me to be the individuals described in and who executed the above and forgoing article of incorporation and they acknowledged before me that they executed the same for the purpose therein expressed.

WITNESS MY hand and official seal this 13th day of MARCH, 1998,
Coconut Creek, Broward County, Florida.




NOTARY PUBLIC

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

**IN COMPLIANCE WITH SECTION 48.091 FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED;**

FIRST — THAT SHOWBOX USA INC.
(NAME OF CORPORATION)

**DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH IT'S PRINCIPAL PLACE OF BUSINESS AT CITY OF POMPAÑO
BEACH**

STATE OF FLORIDA, HAS NAMED MARTIN MITCHELL
(NAME OF RESIDENT AGENT)

LOCATED AT 1020 NORTHEAST 27TH AVENUE
STREET ADDRESS AND NUMBER OF BUILDING

**CITY OF POMPAÑO BEACH, STATE OF FLORIDA, AS IT'S AGENT TO
ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.**

SIGNATURE 
(CORPORATE OFFICER)

TITLE PRESIDENT

DATE MARCH 13, 1998

**Having been named to accept service of process for the above stated corporation, at
the place designated in this certificate, I hereby agree to act in this capacity, and I further
agree to comply with the provisions of all statutes relative to the proper and complete
performance of my duties.**

SIGNATURE 
(RESIDENT AGENT)

DATE MARCH 13, 1998

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 16 AM 9:46