

## GROSSMAN & GOLDMAN, P.A.

ATTORNEYS AT LAW

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HARRY S. KEATS
Parallegal/Investigator

HOWARD S. GROSSMAN

(Board Certified in Workers' Compensation

RICHARD J. GOLDMAN

WILLIAM M. JULIEN

KEVIN G. BENNETT

June 3, 1998

500002551685--2 -06/08/98--01120--012 \*\*\*\*\*\*70.00 \*\*\*\*\*\*70.00

Division of Corporations State of Florida The Capitol, PL-02 Tallahassee, FL 32399

Re:

MEDIA/WELL DONE, INC.

Dear Sir/Madam:

Enclosed please find the original, executed Articles of Incorporation for MEDIA WELL DONE, INC. together with check #3253 in the amount of \$70.00. Please record the Articles and return a copy of same to this office.

Should you have any questions regarding the foregoing, please feel free to contact this office at your convenienc. Thank you.

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HOWKEL GROSSMAN

HSG\ang Enclosure

cc: Peter Leonard

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SECRETARY OF STATE

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## ARTICLES OF INCORPORATION

**OF** 

MEDIA/WELL DONE, INC.



## **ARTICLE I - NAME**

The name of this corporation is MEDIA/WELL DONE, INC., and the mailing address shall be 6665 N.W. 75<sup>th</sup> Place, Parkland, Florida 33067.

## **ARTICLE II - DURATION**

This Corporation is to exist perpetually.

## **ARTICLE III - PURPOSE**

The general nature of the business to be transacted by this Corporation is to engage in any and all business or other lawful activity permitted under the laws of the State of Florida.

# **ARTICLE IV - CAPITAL STOCK**

(1) The maximum number of shares of stock that this Corporation is authorized to issue to have outstanding at any one time is 1,000 shares of common

stock having a par value of ONE DOLLAR (\$1.00) per share.

- (2) The capital stock may be paid for by the property, labor or services, at a just valuation to be fixed by the Incorporators, or by the Directors at a meeting called for such purpose, or at the organizational meeting.
- (3) Property, labor or services may also be purchased or paid for with the capital stock at a just valuation of said property, labor or services to be fixed by the Directors of the company. Stock in other corporations or ongoing businesses may be purchased by the Corporation in return for the issuance of its capital stock, and said purchase shall be on such basis and for such considerations and the issuance of so much of the capital stock as the Directors of the company may decide.

## ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2424 North Federal Highway, Suite 411, Boca Raton, Florida 33431, and the name of the initial registered agent of this corporation at that address is Howard S. Grossman.

#### **ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be diminished to less than one (1). The name and address of the initial

director of this corporation is:

NAME

**ADDRESS** 

PETER LEONARD

6665 N.W. 75<sup>TH</sup> Place Parkland, Florida 33067

## **ARTICLE VII - INDEMNIFICATION**

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the fullest extent permitted by law.

#### ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

#### **ARTICLE IX - TERMINATION**

The Corporation may be dissolved at any time by unanimous written consent of the shareholders. On dissolution, the corporate property and assets shall, after payment of all debts of the Corporation, be distributed to the Shareholders in proportion to the number of shares of stock in the Corporation which each Shareholder then owns.

#### **ARTICLE X - INCORPORATOR**

The name and address of the person signing these Articles is:

**NAME** 

**ADDRESS** 

PETER LEONARD

6665 N.W. 75<sup>th</sup> Place Parkland, Florida 33067

PETÉR LEOÑARD

STATE OF FLORIDA )
ss.
COUNTY OF BROWARD )

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared, PETER LEONARD, known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation for the purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my

official seal, in the state and county aforesaid, this 134 day of 1998.

Notary Public

State of Florida at Large

My Commission Expires:



# CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT FOR MEDIA/WELL DONE INC.

Having been named registered agent to accept service of process for the above-named corporation at the place designated in the Articles of Incorporation for MEDIA/WELL DONE, INC. HOWARD S. GROSSMAN, ESQ., hereby agrees to act in that capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of such duties.

GROSSMAN & GOLDMAN, P.A.

2424 North Federal Highway

Suite 411

Boca Raton, Florida 33431

(561) 368-8948

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ву:\_

HOWARD'S. GROSSMAN, ESQ.

FBN: 454771

STATE OF FLORIDA )
ss.
COUNTY OF PALM BEACH )

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared, HOWARD S. GROSSMAN, ESQ. known to me to be the person who executed the foregoing Certificate of Acceptance as Registered Agent, and he acknowledged before me that he executed that Certificate of Acceptance as Registered Agent for the purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 13th day of May, 1998.

Notary Public

State of Florida at Large

My Commission Expires:

HARRY KEATS
My Comm Exp. 04/18/2000
Bonded By Service Ins
No. CC548549
Personally Known 11 Other LD.