

P98000093618

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Fan Works, Inc

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DIVISION OF CORPORATION

- ☒ Art of Inc. File \_\_\_\_\_
- \_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_ L.C. File \_\_\_\_\_
- \_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_ Merger File \_\_\_\_\_
- \_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- ☒ Cert. Copy \_\_\_\_\_
- \_\_\_ Photo Copy \_\_\_\_\_
- \_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_ Officer Search \_\_\_\_\_
- \_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_ Driving Record \_\_\_\_\_
- \_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_ Courier \_\_\_\_\_

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION  
OF  
FamWorks, Inc.**

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

**ARTICLE I**

The name of the corporation shall be **FamWorks, Inc.**

**ARTICLE II**

This corporation is to have perpetual existence. The date of commencement of corporate existence shall be upon the date of filing.

**ARTICLE III**

This corporation is organized for the following purposes: To engage in every aspect and phase of purchasing or leasing land and/or property for business establishments (i.e. laundry mat and/or car wash), investments in other business enterprises, establishments and commodities to include real estate, car sales, car repair and car customizing, money management, underwriting, private financing, inventions, design and planning, to purchase or otherwise acquire, and to loan, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind, and description in any manner whatsoever connected with, or associated with, the maintenance, care and operation of purchasing or leasing land and/or property for business establishments (i.e. laundry mat and/or car wash), investments in other business enterprises, establishments and commodities to include real estate, car sales, car repair and car customizing, money management, underwriting, private financing, inventions, design and planning, the purchase, sale, maintenance, and care of equipment, inventory, and supplies pertaining to the operation of purchasing or leasing land and/or property for business establishments (i.e. laundry mat and/or car wash), investments in other business enterprises, establishments and commodities to include real estate, car sales, car repair and car customizing, money management, underwriting, private financing, inventions, design and planning, and to advertise and make known the services and benefits provided, and do all and everything necessary and proper for the accomplishment of any of the purposes set forth in these Articles Of Incorporation; to engage in every aspect and phase of transacting any or all lawful business, and to exercise all lawful powers necessary to effect its purposes as set forth herein.

**ARTICLE IV**

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any on time is 7,500 shares. All such shares shall be of a single class, designated as common.

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## **ARTICLE V**

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

## **ARTICLE VI**

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

## **ARTICLE VII**

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of one director whose name and address is as follows:

THOMAS C. RANDLOPH, II  
25235 Derby Drive  
Sorrento, Florida 32776

## **ARTICLE VIII**

The initial registered agent of the corporation is **THOMAS C. RANDOLPH**. The street address of the corporation's initial registered office is **25235 Derby Drive, Sorrento, Florida 32776**.

## ARTICLE IX

The principal place of business and mailing address of this corporation shall be: **25235 Derby Drive, Sorrento, Florida 32776.**

## ARTICLE X

The name and address of the incorporator to these Articles of Incorporation is **THOMAS C. RANDOLPH, II, 25235 Derby Drive, Sorrento, Florida 32776.**

The undersigned incorporator has executed these Articles of Incorporation this 23 day of October, 1998.

**THOMAS C. RANDOLPH, II, Incorporator**

STATE OF OHIO  
COUNTY OF Hamilton

THE FOREGOING INSTRUMENT was acknowledged before me this 23rd day of October, 1998 by **THOMAS C. RANDOLPH, II**, who ☒ is personally known to me OR ☐ provided \_\_\_\_\_ as identification.



Notary Public - Janis A. Sutton  
My Commission Expires: July 27, 2003

ACCEPTANCE OF INITIAL REGISTERED AGENT

OF

FamWorks, Inc.


I HEREBY ACCEPT the position as initial registered agent of this corporation at 25235 Derby Drive, Sorrento, Florida 32776 as its initial registered office, and I do agree to comply with all the responsibilities of a registered agent as set forth in accordance with the laws of the State of Florida.

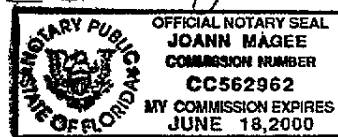
DATED as to the initial registered agent on the 20 day of October, 1998.

  
THOMAS C. RANDOLPH  
Initial Registered Agent

STATE OF FLORIDA  
COUNTY OF LAKE

THE FOREGOING INSTRUMENT was acknowledged before me this 20 day of October, 1998 by THOMAS C. RANDOLPH, who ☐ is personally known to me OR ☒ provided FL DRIVERS LICENSE as identification.

  
Notary Public



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TALLAHASSEE, FLORIDA