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Steve Warren
3926 Oak Ave Circle West
Tampa, FL 33634

City/State/Zip

Phone #

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

1. _____
(Corporation Name) (Document #)
2. _____
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3. _____
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- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ 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

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

None
OK Per
R.V.

CB
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Examiner's Initials

**ARTICLES OF INCORPORATION
Of
Models.Net, Inc.**

**ARTICLE I
NAME**

The name of the Corporation is Models.Net, Inc.

**ARTICLE II
PURPOSES**

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III
CORPORATE CAPITALIZATION**

3.1 The maximum number of shares of stock that this Corporation is authorized to have issued and outstanding at any time is 1,000,000 shares of common stock, with a par value of one cent per share.

3.2 No holder of shares of stock of any class shall have the preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the board of directors may, in authorizing the issuance of stock of any class, confer any preemptive right that the board of directors may deem advisable in connection with such issue.

3.3 The board of directors of the Corporation may authorize the issuance from time to time of shares of its stock of any class whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

3.4 The board of directors of the Corporation may, by articles supplementary, classify or reclassify any unissued stock from time to time by setting or changing the preferences,

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conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or condition of redemption of the stock.

ARTICLE IV TERM

The term of the Corporation shall be perpetual.

ARTICLE V SUBSCRIBERS

The name and residence of the subscribers to these Articles of Incorporation is:

- (a) Stephen Warren
3926 Eden Roc Circle West
Tampa, FL 33634
- (b) Ben McLaren
1221 N. Florida Avenue, #B
Tampa, Florida 33602

ARTICLE VI REGISTERED OFFICE AND AGENT

The initial registered and principal office of the Corporation is 233 N. 12th Street, Tampa, FL 33602, and the initial registered agent at said address is Stephen Warren. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VII INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1). The name and address of the initial directors of the corporation are:

Stephen Warren
3926 Eden Roc Circle West
Tampa, FL 33634

Ben McLaren
1221 N. Florida Ave. #B
Tampa, Florida 33602

Term. The initial Board of Directors shall serve until the organizational meeting of the Corporation. All Directors elected thereafter shall serve for one (1) year terms and until their respective successors are elected and qualified. Directors may serve for successive terms.

Vacancies. All Vacancies other than expiration of the term of a Director, (whether due to the death, resignation, removal or otherwise) on the Board of Directors shall be filled by the Board of Directors as determined by a majority vote of the stockholders.

Compensation. Directors shall not be compensated for the performance of their duties as Directors, but shall be reimbursed for their expenses incurred in the performance of their duties as Directors in accordance with the Bylaws of the Corporation.

ARTICLE VIII

AMENDMENTS TO THE ARTICLES OF INCORPORATION

The Board of Directors may amend, alter or repeal any provision of these Articles of Incorporation, subject to ratification of the stockholders.

ARTICLE IX

DISSOLUTION

Upon dissolution of the Corporation, all of its assets remaining after the payment of all costs and expenses of such dissolution and other debts of the Corporation, will be distributed to the then stockholders of the Corporation, provided said distribution is permitted by law and by the Court having appropriate jurisdiction pursuant to the laws of the State of Florida.

ARTICLE X

INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE XI
CERTIFICATION**

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation and as the undersigned subscriber to these Articles of Incorporation, as a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida, and do make and file this certificate hereby declaring and certifying that the facts set forth herein are true and have accordingly set out my hand at Hillsborough County, Florida, this 13th day of October, 1999.



**Incorporator & Registered Agent
Stephen Warren**

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