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**Jay E. Eckhaus, P.A.**

**Attorney At Law**

Member of the Florida, New York and Ohio Bars

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VIA FEDEX

January 24, 2005

State of Florida  
Department of State  
409 East Gaines Street  
Tallahassee, FL 32399

Attention: Domestic Charter Filing Division

RE: LL STUDIO 1, INC.

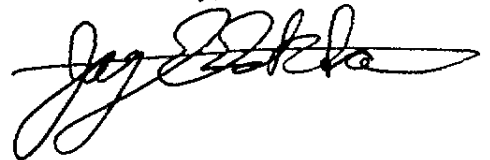
Dear Sir or Madam:

Please find attached the Charter for the above referenced domestic corporation together with a check for the \$70 filing fee and \$8.75 certified copy fee.

A self-addressed prepaid envelope is attached for return to me of the Certified Copy.

Thank you.

Sincerely,

A handwritten signature in black ink, appearing to read "Jay Eckhaus", with a long horizontal flourish extending to the right.

**ARTICLES OF INCORPORATION**

**OF**

**LL STUDIO 1, INC.**

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These Articles constitute the Articles of Incorporation of LL Studio 1, Inc.

**Article I-Name**

The name of the Corporation is LL Studio 1, Inc.

**Article II-Purposes for Which Corporation is Formed**

The Corporation is organized for the purpose of transacting any and all business of which corporations may be formed under Chapter 607 of the Florida Statutes, as amended from time-to-time.

**Article III-Duration**

The term of existence of the Corporation is perpetual.

**Article IV-Capitalization**

The Corporation is authorized to issue 7500 shares of common stock, par value \$.0001 per share.

**Article V-Indemnification**

To the fullest extent permitted by the Florida Business Corporation Act, the Corporation shall indemnify, or advance costs to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that such person (a) is or was a director of the corporation; (b) is or was serving at the request of the Corporation as an officer of another corporation, partnership, joint venture, trust or other enterprise (collectively, a "Business Entity"), (c) is or was an officer of the Corporation, provided that any such person is or was at the time a director of the Corporation; or (d) is or was serving at the request of the Corporation as an officer of another Business Entity, provided that any such person is or was at the time a director of the Corporation or a director of such other Business Entity, serving at the request of the Corporation. Unless otherwise expressly prohibited by the Florida Business Corporation Act, and except as otherwise provided in the previous sentence, the Board of Directors of the Corporation shall have sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance costs to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that such person is or was an officer, employee or agent of the Corporation, as an officer, employee or agent of another Business Entity. No person falling within the purview of this paragraph

may apply for indemnification or advancement of costs to any court of competent jurisdiction.

#### **Article VI-Bylaws**

The Board of Directors and Shareholders may amend, repeal or adopt any Bylaw of and for the Corporation, but the Shareholders may prescribe that any Bylaw so amended, repealed or adopted by the Shareholders shall not be amended, repealed or adopted by the Board of Directors.

#### **Article VII-Initial Director and Officers**

The Initial Director, President, and Secretary of the Corporation shall be Maria Angeles Llamas, having an address of 3032 Stanford Road, West Palm Beach, FI 33405.

#### **Article VIII-SECTION 1244 DESIGNATION**

The Corporation hereby designates itself as a small business corporation as defined by 26 U.S.C.A. § 1244(c)(2).

#### **Article IX Initial Address of the Corporation and Registered Agent**

The initial address of the Corporation shall be:

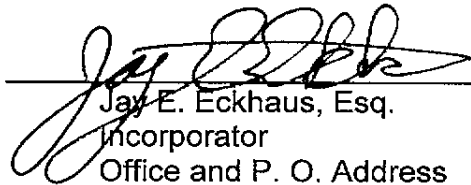
3032 Stanford Road  
West Palm Beach, FI 33405

The street address of the Registered Agent of the Corporation is:

9121 North Military Trail, Suite 107  
Palm Beach Gardens, FI 33410

and the name of the registered agent at that address is Jay E. Eckhaus, Esq.

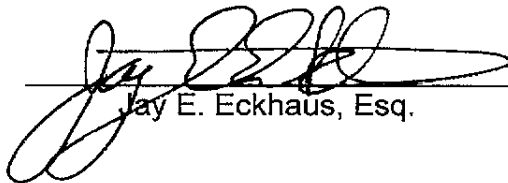
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 24th day of January, 2005.

  
\_\_\_\_\_  
Jay E. Eckhaus, Esq.  
Incorporator  
Office and P. O. Address  
9121 North Military Trail  
Suite 107  
Palm Beach Gardens, FI 33410

**CERTIFICATE OF ACCEPTANCE OF DESIGNATION  
AS REGISTERED AGENT**

Having been named in the Articles of Incorporation as registered agent for such corporation at the address indicated in such Articles, 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.

Date: January 24, 2005

  
\_\_\_\_\_  
Jay E. Eckhaus, Esq.

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