# 95 (1/AS) 1/AS) 1/



ACCDUNT NO. : 072100000032

REFERENCE: 621328 46561

AUTHORIZATION :

COST LIMIT : G (PAID BY CLIENT)

500001517165 -06/20/95--01040--002 \*\*\*1837.50 \*\*\*1837.50

ORDER DATE : June 16, 1995

ORDER TIME : 9:56 AM

ORDER NO. | 621328

CUSTOMER NO: 4656A

GREENBERG TRAURIG HOFFMAN
LIPOFF ROSEN & QUENTEL, P. A. 22nd Floor
1221 Brickell Avenue CUSTOMER: Elizabeth Galvin, Legal Asst GREENBERG TRAURIG HOFFMAN

Miami, FL 33131-3238

## DOMESTIC FILING

RUSH WILL WAIT

NAME: LINCOLN ROAD CINEMA, LTD.

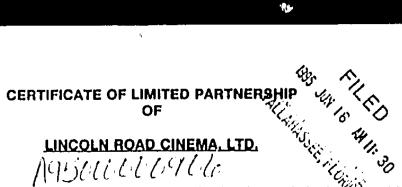
ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY \_\_\_\_ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Patty G. Pizzuto

EXAMINER'S INITIALS: \_\_\_\_\_



Pursuant to the provisions of the Florida Revised Uniform Limited Parinership Act (1993), and §620.108 of the Florida Statutes, the undersigned, being all of the General Partners of LINCOLN ROAD CINEMA, LTD., hereby duly execute and file with the Florida Secretary of State this Certificate of Limited Partnership.

- 1. The name of the limited partnership is LINCOLN ROAD CINEMA, LTD.
- 2. The business address and the mailing address of the limited partnership is 4833 Collins Avenue, 17th Floor, Miami Beach, FL 33140.
- 3. The name of the registered agent for service of process required by §620,105 of the Florida Statutes is:

### CORPORATION SERVICE COMPANY

4. The Florida street address for the registered agent is:

# 1201 Hays Street Tallahassee, FL 32301

5. Acceptance of Appointment of Registered Agent:

Having been named the statutory registered agent of LINCOLN ROAD CINEMA, LTD., at the place designated in this Certificate of Limited Partnership of LINCOLN ROAD CINEMA, LTD., I hereby accept such designation and confirm that I am familiar with and agree to accept the obligations imposed by §620.192 of the Florida Statutes and I agree to comply with the provisions of Florida Law relative to keeping the registered office open.

6. The name and business address of the general partner is as follows:

SOUTH BEACH CINEMA CORP. 4833 Collins Avenue - 17th Floor Miami Beach, FL 33140 7. The latest date upon which the limited partnership is to dissolve is December, 2045.

IN WITNESS WHEREOF, the Sole General Partner has executed the foregoing Certificate of Limited Partnership on the \_\_\_\_\_\_ day of June, 1995 in accordance with §620.114 of the Fiorida Statutes.

**SOUTH BEACH CINEMA CORP.**, a Florida corporation, general partner

BY:

JEAN-JACQUES MURRAY, President

**AFFIDAVIT** 

THE UNDERSIGNED, constituting all of the general partners of LINCOLN ROAD CINEMA, LTD., a Florida Limited Partnership, hereby certify as follows:

- 1. The amount of capital contributions to date of the limited partners is: \$ 743,750,00.
- 2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals **\$743,750.00**.

# **FURTHER AFFIANT SAYETH NOT.**

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

**SOUTH BEACH CINEMA CORP.**, a Florida corporation, general partner

BY:

JEAN-JACQUES MURRAY, President