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February 16, 2000

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

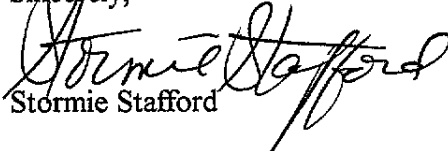
Re: LIMEGROVE PRODUCTIONS, INC.

800003141488--3
-02/21/00--01103--008
*****70.00 *****70.00

Dear Sir or Madame:

Enclosed you will find a check in the amount of \$70.00 and a return stamped, self-addressed envelope for registration of Limegrove Productions, Inc. Please return the acknowledgment of the filing and the stamped articles of incorporation in the enclosed envelope.

Sincerely,


Stormie Stafford

SS:ac

encl. Check No. in the amount of \$70.00

FILED
00 FEB 21 AM 10:09
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

No copy
PK 2/28/2000

Articles of Incorporation of
Limegrove Productions, Inc.

FILED
00 FEB 21 AM 10:09
CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being a natural person acting as Incorporator of a corporation under and in compliance with the requirements of F.S. Chapter 607, the Florida Business Corporation Act, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

1. **Name.** The name of this corporation is Limegrove Productions, Inc.

2. **Duration.** The period of its duration is perpetual.

3. **Purpose.** The purpose is to engage in any and all lawful activities or business permitted under the laws of the United States and Florida.

4. **Capital Stock.** The maximum number of shares this corporation is authorized to issue is 10,000 shares, all of one class, at \$1.00 par value, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

5. **Initial Registered Office and Agent.** The name and street address of the initial registered agent and mailing address of this corporation is as follows:

Stormie Stafford, Esq.
Wald, Stafford & Wald
1320 S. Dixie Highway
Suite 450
Coral Gables, Florida 33146

6. **Cumulative voting.** (a) In the election of directors of the corporation, the principle of cumulative voting shall apply. In any such election, each stockholder entitled to vote shall have votes equal to the number of his shares with voting rights multiplied by the number of directors to be elected. He may divide and distribute his votes, as so calculated, among any two or more candidates for the directorships to be filled, or he may cast all his votes for a single candidate. A shareholder may, if he desires, cast fewer than all the votes to which he is entitled at an election of directors, but his ballot shall be invalid if the total votes shown thereon are in excess of the total number of votes to which he is entitled.

(b) At any such election the candidates receiving the highest number of votes, up to the number of directors to be chosen, shall stand elected, and an absolute majority of the votes cast is not a prerequisite to the election of any candidate to the board of directors.

7. **Directors.** This corporation shall have an initial board of directors of one member. This number may be increased or decreased from time to time in accordance with the corporation's bylaws, but shall never be less than one. The initial director of the corporation is:

Carlos Lima
14739 SW 48th Terrace
Miami, Florida 33185

8. **Shareholder Quorum and Voting.** Only fifty-five percent (55%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of fifty-one percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

9. **Greater Voting Requirements.** The affirmative vote of fifty-five percent (55%) of the shares of this corporation entitled to vote thereon shall be required for the authorization of the following: mergers; sale of assets; and dissolution.

10. **Incorporator.** The name and address of the Incorporator signing these Articles of Incorporation is:

Carlos Lima

11. **Bylaws.** The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the directors.

12. **Indemnification.** The corporation shall indemnify any officer, director, employee, agent, or shareholder, or any former officer, director, employee, agent, or shareholder, to the full extent permitted by law.

13. **Informal Action of Shareholders.** If all the shareholders severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the shareholders.

14. **Authority to Mortgage or Pledge Assets.** The corporation may not authorize any mortgage or pledge of, or creation of a security interest in, any or all of the property and assets of the corporation for the purpose of securing the payment of performance of any obligation of the corporation, without obtaining prior shareholder approval of any and each such transaction by the vote or written consent of the holders of fifty-five percent (55%) of the shares of the corporation entitled to vote thereon and not otherwise.

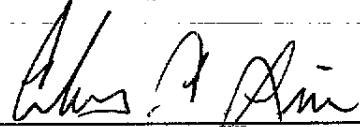
15. **Meetings by Conference Telephone.** Officers, Directors, and Shareholders may participate in meetings by means of conference telephone.

16. **Amendment of Articles.** This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

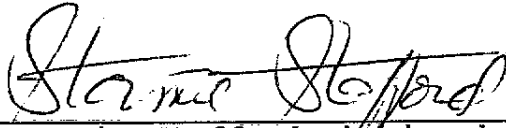
17. **Pre-emptive and "First Refusal" Rights.** Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into or carrying a right to subscribe for or acquire shares) of any class, kind, or series of stock in this corporation, including shares sold otherwise than for money, that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) calendar days of receipt of a notice in writing from the corporation, stating the prices, terms, and conditions of the issue of shares, and inviting him to exercise his pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) calendar days of receipt of notice from the corporation. The right extends, as a "right of first refusal," for the same price being offered by a purchaser, for any shares offered for sale, to anyone, by any shareholder of the corporation. Provided, however, there is no preemptive right with respect to shares issued as compensation to directors, officers, agents, or employees of the corporation or shares issued to satisfy conversion or option rights created to

provide compensation to directors, officers, agents, or employees of the corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 31st day of DECEMBER, 1999.


CARLOS LIMA, Incorporator

FILED
00 FEB 21 AM 10:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Stormie Stafford, having been named to accept service of process for LIMEGROVE PRODUCTIONS. INC., at the place designated in the articles of incorporation, in acceptance of designation as Registered Agent, hereby acknowledges that she is familiar with, and accepts, the obligations of that position pursuant to F.S. 607.0501(3).

NOTARY PUBLIC CERTIFICATE

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, duly authorized in the State aforesaid and in the County aforesaid to administer oaths and take acknowledgments, personally appeared on the date specified below CARLOS LIMA, () who is personally known to me, or (☒) who has produced the following identification document:

(Fla. Dr. License # L500 105 602270) as identification, and who took an oath and executed the foregoing articles of incorporation, and he acknowledged before me that he executed the same for the purposes stated therein, and that the facts stated therein are true and correct.

WITNESS my hand and official seal in the County and State last aforesaid, this _____ day of DECEMBER, 1999.

Maisha Sherman

Notary Public (signature)
State of FLORIDA

OFFICIAL NOTARY SEAL
MARSHA SHERMAN Large
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC833275
MY COMMISSION EXP. MAY 5, 2003

Notary Public name (print)

My Commission Expires: _____

Maisha Sherman