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LOURDES LOPEZ 10933 N.W. 73 TERRACE MIAMI, FL. 33178

OI NOV 21 AM 9: SECRETARY OF ST TALLAHASSEE, FI

CORPORATION NAME(S) & DOCUME  1. (Corporation Name)	Office Use Only  ENT NUMBER(S), (if known):  (Document #)
2(Corporation Name)	4000046666943 -11/05/0101078002 (Document#) ******78.75 *****78.75
3(Corporation Name)	(Document #)
4(Corporation Name)  Walk in Pick up time  Mail out Will wait	(Document #)  Certified Copy  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

Examiner's Initials

Ps 11/21/9.



#### FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

November 6, 2001

LOURDES LOPEZ 10933 NW 73 TERR MIAMI, FL 33178

SUBJECT: LM STUDIO, INC. Ref. Number: W01000025537

We have received your document for LM STUDIO, INC. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

### Adding "of Florida" or "Florida" to the end of a name is not acceptable.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6915.

Pamela Smith Document Specialist New Filings Section

Letter Number: 701A00060264

Division of Company tions D.O. DOV 6007 M. 11.1

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

#### ARTICLE OF INCORPORATION

#### OF

#### L.LO STUDIO, INC.

The undersigned subscriber to these Article of Incorporation, a natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida.

#### ARTICLE I.

#### NAME

The name of the corporation shall be L.LO STUDIO, INC. The principal office of the Corporation shall be located at 10933 NW 73 TERRACE, MIAMI, FL 33178

#### ARTICLE II.

#### **PURPOSES**

The purpose for which the corporation is formed and the business and objects to be carried on and promoted by it are as follows:

- a) To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.
- b) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

#### ARTICLE III.

#### CAPITAL STOCK

The maximum number of shares that this corporation is to have outstanding at any one time five hundred (500) shares of common stock, having a nominal or par value of one dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the board of directors, but in no event shall be less than \$1.00.

#### ARTICLE IV.

#### **TERM**

This corporation shall have perpetual existence.

#### ARTICLE V.

#### REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent for this corporation shall be Lourdes Lopez and the Registered Office shall be located at 10933 NW 73 Terrace, Miami, Fl. 33178, or at such other place as the Board of Directors shall, from time to time direct, with appropriate notice being given to the Secretary of State in accordance with law.

## ARTICLE VI. <u>DIRECTORS</u>

This corporation shall have not less than 1 nor more than 9 directors, as set forth in the bylaws. The names and street addresses of the first board of directors of this corporation who, subject to these Articles of Incorporation, by-laws of this corporation, and the laws of the State of Florida, shall hold office until their successors have been elected and qualified, are:

<u>NAME</u>	STREET ADDRESS
Lopez, Lourdes	10933 NW 73 Terrace
Director	Miami, FL 33178
Maier, Werner	10933 NW 73 Terrace
Director	Miami, FL 33178
Perez, Marcos	10933 NW 73 Terrace
Director	Miami, FL 33178

#### ARTICLE VII.

#### SUBSCRIBER

The name and street address of the subscriber of these Articles of Incorporation is:

Lourdes Lopez 10933 NW 73 Terrace Miami, FL 33178

#### ARTICLE VIII.

#### SPECIAL PROVISO

Any action by the directors of this corporation which is within their power taken at a meeting of such directors shall be valid for all intents and purposes whether or not lawful notice of said meeting shall have been given to all directors as required by law or by the by-laws of this corporation, if at any time prior to, during or subsequent to such meeting all directors shall execute a waiver of notice of such meeting, in writing, and providing a majority of the directors shall have approved or approve the action taken at such meeting.

When not prohibited by law, any action by the shareholders of this corporation which is within their power taken at a meeting of such shareholders shall be valid for all intents and purposes whether or not lawful notice of said meeting shall be given to all shareholders, as required by law or in the by-laws of this corporation, if at any time prior to, during or subsequent to such meeting all shareholders shall execute a waiver of notice of such meeting, in writing and providing a majority of the shareholders shall have approved or approve the action taken at such meeting.

When not prohibited by law, any action of the share holders of this corporation may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by all the persons who would be entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records. Such consent shall have the same force and effect as the unanimous vote of the shareholders and may be stated as such in any certificate or document filed with the Department of State of the State of Florida or any other governmental agency of any state, county, or nation, or with any private organization, corporation, person, or persons.

Nothing in this Article shall be construed to allow any act of the board of directors to be approved by less than a majority of said directors, or wherever a greater vote is required by law or in the by-laws, by that vote.

Nothing in this Article shall be construed to allow any act of the shareholders to be approved by less than a majority of said shareholders, or wherever a greater vote is required by law or in the by-laws, by that vote.

#### ARTICLE IX.

#### INSPECTION OF BOOKS AND RECORDS

The corporation shall form time to time determine whether and to what extent and at what times and places and under what conditions and regulations the accounts and books of the corporation (other than the stock book) or any of them shall be open to inspection of the shareholders; and no shareholder shall have the right of inspecting any account, book or document of this corporation except as conferred by statute, unless authorized by a resolution of the shareholders or the board of directors.

#### ARTICLE X.

#### INDEMNIFICATION OF OFFICERS AND DIRECTORS

Every officer and every director of the corporation shall be indemnified by the corporation, as permitted by law, against all expenses and liability, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party or in which he may become involved by reason of his being or having been an officer or director of the corporation, whether or not he is an officer or director at the time such expenses are incurred. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which such officer or director may be entitled.

#### ARTICLE XI.

#### TELEPHONE MEETING AUTHORIZED

Members of the board of directors or of any executive committee designated by the board of directors in accordance with law shall be deemed present at any meeting of the board of directors or executive committee, as the case may be, if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear by all other persons, is used.

#### ARTICLE XII.

#### **AMENDMENTS**

These Articles of Incorporation may be amended in the manner and with the vote provided by law.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami, Dade County, Florida this \_\_\_\_\_\_.

(SEAL)

STATE OF FLORIDA COUNTY OF DADE

BEFORE ME, the undersigned authority, this day personally appeared Lourdes Lopez, to me known to be the individual described in and who executed the foregoing Articles of Incorporation of L.LO STUDIO, INC., and that she acknowledged before me that she signed and executed same for the purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Dade County, Florida this NOWEMBER 17. 2001.

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

My Commission Expires: 3. 27. 20 of

OFFICIAL NOTARY SEAL
FRITZ M ANDRE
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC992826
MY COMMISSION EXP. MAR. 27,2004

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

#### CERTIFICATE ACCEPTING DESIGNATION

#### AS

#### REGISTERED AGENT

I HEREBY CERTIFY that I have accepted the designation as Registered Agent of L.LO STUDIO, INC.

and agree to serve as its agent to accept service of process within this State as its Registered Office.

(SEAL)

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