

P02 00000 1135

**BRUCE LIPP**

555 NE 34th St, Ste. 1803  
Miami, Florida 33137

December 26, 2001

The Secretary of State  
Division of Corporations  
P O Box 6237  
Tallahassee, Florida 32314

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 JAN -2 AM 9:55

Enclosed are two copies of the Articles of Incorporation for:

**LIPP PRODUCTIONS, INC.**

Would you please issue a Charter for this Corporation. I have enclosed a money order in the amount of \$78.75 to cover fees. Should you have questions regarding this corporation, please call me at (941) 587-1175.

Sincerely yours,



Bruce Lipp

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-01/02/02--01027--012  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

# **ARTICLES OF INCORPORATION**

## **OF LIPP PRODUCTIONS, INC**

The undersigned Subscriber to these Articles of Incorporation is a natural person competent to contract and form a corporation under Chapter 607 of the laws of the State of Florida.

### **ARTICLE I - NAME**

The name of the corporation shall be:

**LIPP PRODUCTIONS, INC.**

### **ARTICLE II - NATURE OF BUSINESS**

The general nature of the business to be transacted by this Corporation is to engage in any activity or business permitted under the laws of the State of Florida, the United States and any other State, Country, Territory, or Nation.

### **ARTICLE III - CAPITAL STOCK**

The total authorized capital stock of this Corporation shall consist of twenty five thousand ( 25,000 ) shares of common stock having a par value of one dollar ( \$1.00 ) each.

The capital stock may be paid for in cash, services or property at a just value to be fixed by the Board of Directors of the Corporation.

### **ARTICLE IV - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof as nearly as may be done without issuance of fractional shares at the price which it is offered to others.

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## **ARTICLE V -REGISTERED AGENT**

The street address of the initial principal office of the Corporation shall be 555 NE 34th St, Suite 1803, Miami, FL, 33137, and the name of the registered agent of the Corporation at that address is Bruce Lipp.

## **ARTICLE VI - TERM OF EXISTENCE**

This corporation is to exist perpetually.

## **ARTICLE VII - DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The number of directors may be changed. The name and address of the initial member of the Board of Directors is:

Bruce Lipp  
555 NE 34th St, Suite. 1803  
Miami, Florida 33137

## **ARTICLE VIII - BY-LAWS**

The By-Laws of this Corporation shall be promulgated by the Board of Directors and approved by a majority of the stockholders at any regular meeting. Thereafter, the By-Laws may be amended, altered, or rescinded by a majority of the Board of Directors present at any regular or special meeting called for that purpose and then ratified by a majority of the stockholders at their regular meeting.

## **ARTICLE IX - OFFICERS**

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Pres, Secy, & Treasurer:

Bruce Lipp

555 NE 34th St, Suite 1803

Miami, Florida 33137

## **ARTICLE X - SPECIAL PROVISION**

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code.

## **ARTICLE XI - INCORPORATOR AND SUBSCRIBER**

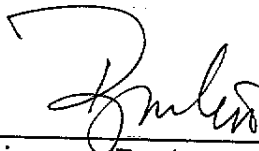
The name and address of the Incorporator and Subscriber of these Articles of Incorporation is as follows:

Bruce Lipp

555 NE 34th St, Suite 1803

Miami, Florida 33137

IN WITNESS WHEREOF, I have hereunto acknowledged and filed  
the foregoing Articles of Incorporation under the laws of the State of Florida  
this 12th day of December, 2001.



Bruce Lipp, as Registered  
Agent, willing and agreeing to comply  
with the laws of the State of Florida  
relative thereto.

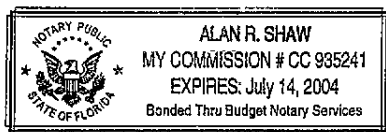


Bruce Lipp, as Subscriber

State of Florida )  
County of Manatee )

BEFORE ME, the undersigned Notary Public, duly authorized to take  
acknowledgments, on this day personally appeared Bruce Lipp as Subscriber  
and Registered Agent, known to me personally to be the person who executed  
the foregoing Articles of Incorporation.

WITNESS my hand and official seal this 12th day of December, 2001.



Notary Public

My Commission expires: 7/14/04

FILED STATE  
SECRETARY OF FLORIDA  
TALLAHASSEE, FLORIDA  
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