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Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
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FLORIDA PROFIT CORPORATION OR P.A.

lincoln road magazine, inc.

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

LINCOLN ROAD MAGAZINE, INC.

THE UNDERSIGNED, for the purposes of forming a corporation, under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation.

ARTICLE ONE

The name of the Corporation is:

LINCOLN ROAD MAGAZINE, INC.

ARTICLE TWO

The duration of the Corporation is perpetual.

ARTICLE THREE

The general purposes for which the Corporation is organized are the following:

- A. To engage and transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act. No other purpose limits this general purpose in any way.
- B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE FOUR

The aggregate number of shares which the Corporation is authorized to issue is ONE THOUSAND (1,000) SHARES of common stock with \$0.50 par value.

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ARTICLE FIVE

The street address of the initial office of the Corporation is:

1605 Bay Drive
Suite 304
Miami Beach, Florida 33139

ARTICLE SIX

The name and address of the initial Registered Agent is:

Eduardo J. Guart
1605 Bay Drive
Suite 304
Miami Beach, Florida 33139

ARTICLE SEVEN

The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the By-Laws, but shall never be less than one (1). The name and address of the initial Director and Officer of the Corporation is as follows:

Eduardo J. Guart
President/Treasurer/Secretary
1605 Bay Drive
Suite 304
Miami Beach, FL 33139

ARTICLE EIGHT

The name and address of the incorporator is as follows:

Eduardo J. Guart
1605 Bay Drive
Suite 304
Miami Beach, Florida 33139

ARTICLE NINE

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

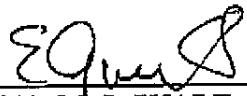
ARTICLE TEN

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

ARTICLE ELEVEN

The power to adopt, alter, amend and repeal the By-Laws shall be vested in the Board of Directors, but all alterations, amendments, and repeals must be approved by a majority of the Shareholders.

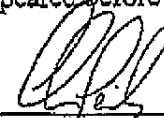
IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 11 day of February, 2002.



EDUARDO J. GUART
Incorporator


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

The foregoing instrument was acknowledged before me this 11 day of February, 2002, by EDUARDO J. GUART, who personally appeared before me at the time of notarization.



Clemens W. Pauly
Notary Public- State of Florida



 Clemens W. Pauly
My Commission OC964387
Expires August 28, 2004

Personally Known _____ or Produced Identification ☒
(Type of Identification Produced FL DL G638-210-11-068-0)

These Articles were prepared by:

OLIVER J. LANGSTADT, ESQUIRE
815 Ponce De Leon Boulevard
Second Floor
Coral Gables, Florida 33134
Tel: 305-461-5667
Fax: 305-461-4885

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ACCEPTANCE BY DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in the foregoing articles of incorporation, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED this 11 day of February, 2002.



 EDUARDO J. GUART
 Registered Agent

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