

P04 000102583

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

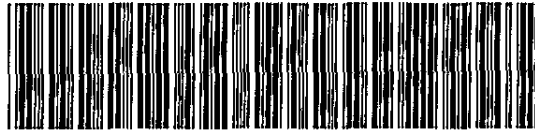
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



400038348074

07/07/04--01028--014 **87.50

FILED
04 JUL -7 PM 3:31
CLERK OF COURT
CLERK OF COURT

07-59104

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: The Linden Group, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 ☐ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input checked="" type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED	

FROM: Edward W. Linden
Name (Printed or typed)

261 S.E. 12th Street
Address

Pompano Beach, FL 33060
City, State & Zip

(954) 520-2974
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
The Linden Group, Inc.

The undersigned, acting as the incorporator, a natural person over the age of 18 years, competent to contract, hereby presents these Articles of Incorporation under The Florida Business Corporation Act, and other laws of the State of Florida.

FILED
04 JUL -7 PM 3:31
CLERK OF THE CIRCUIT COURT
IN AND FOR THE COUNTY OF
DADE, FLORIDA

1. *Name.* The name of the Corporation is The Linden Group, Inc.
2. *Nature of business.* The Corporation may engage in any activity or business permitted under the laws of the United States and of Florida.
3. *Capital stock.* The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 500 shares of common stock having a par value of one cent.
4. *Initial capital.* The amount of capital with which the Corporation will begin business shall be not less than \$500.
5. *Term of existence.* The Corporation is to exist perpetually.
6. *Principal Office and Mailing Address.* The initial principal office and mailing address of the Corporation shall be located at 261 SE 12th Street, Pompano Beach FL 33060. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.
7. *Registered Office.* The initial registered office shall be located at 2600 E. Commercial Blvd., Suite 201B, Fort Lauderdale, FL 33308. The Board of Directors may from time to time move the registered office to any other address in the state of Florida.
8. *Registered Agent.* The initial registered agent shall be the firm: Law Offices of Robert J. Hickok, P.A., located at 2600 E. Commercial Blvd., Suite 201B, Fort Lauderdale FL 33308. The Board of Directors may change the registered agent at such time as it sees fit to do so.

9. *Incorporator.* The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Edward W. Linden	261 SE 12th Street Pompano Beach, FL 33060

10. *Directors.* The business of the Corporation shall be managed by its Board of Directors. The number of directors constituting the entire Board shall not be less than one, and subject to such minimum, may be increased or decreased from time to time by amendment of the Bylaws in a manner not prohibited by law. Until so changed the number of directors shall be two.

11. *Initial directors.* The names and street addresses of the members of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
Edward W. Linden	261 SE 12th Street Pompano Beach, FL 33060

Jeffrey A. Linden	16 Mackenzie Court Sewell, NJ 08080
-------------------	--

12. *Voting for directors.* At an election of directors, each common shareholder is entitled to one vote for each common share such shareholder owns. The votes of any shareholder may be allocated to one or more candidates for director as such shareholder sees fit. Shareholders do not have a right to cumulate their votes for directors. The candidates for director who receive the most votes at an election meeting at which all shareholders are present shall be elected as such. For example, if *n* directors must be elected, the *n* candidates receiving the most votes shall be elected.

13. *Self-Dealing.* No contract or other transaction between the Corporation and any other corporation shall be affected by the fact that any director of the Corporation is interested in, or is a director or officer of, such other corporation. Any director, individually or jointly, may be a party to, or may be interested in, any contract or transaction of the Corporation or in which the Corporation is interested. No contract or other transaction of the Corporation with any person, firm, or corporation shall be

affected by the fact that any director of the Corporation is a party or in any way connected with such person, firm, or corporation. Every director of the Corporation is hereby relieved from any liability that might otherwise exist from contracting with the Corporation for the benefit of himself or any firm, association, or corporation in which he may be in any way interested.

14. *Preemptive Rights.* The shareholders shall have all preemptive rights, as recognized in law, to subscribe for and purchase from the Corporation any stock of the Corporation now or to be authorized, or to purchase any bonds, certificates of indebtedness, debentures, notes, obligations, or other securities, which the Corporation may at any time issue, if the same shall be convertible into stock of the Corporation or shall entitle the owner or holder to purchase stock of the Corporation.

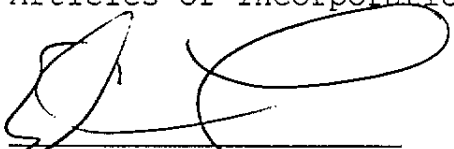
15. *Right of First Refusal.* No shareholder may sell any of his shares in the corporation without first offering such shares to the other shareholders in proportion to their ownership interests (such ownership interests being determined by reference to all of the outstanding shares except for the shares being sold by the selling shareholder). The offering price for such shares shall be the same price which was or will be offered to the party who will purchase the shares if the non-selling shareholders do not exercise their rights under the preceding sentence.

16. *Bylaws.* The shareholders shall, as necessary, promulgate all appropriate bylaws to govern the internal operations of the Corporation. The power to promulgate bylaws is reserved to the shareholders; the incorporator shall not promulgate any initial bylaws.

17. *Amendment.* These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by a majority of the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a two-thirds majority of the stock entitled to vote thereon, unless all the directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

18. *Effective Date.* The Linden Group, Inc. shall come into existence on the date these articles of incorporation are filed with the Florida Department of State.

In witness whereof, I the incorporator, have executed these Articles of Incorporation on 7/1/04 [date].


Edward W. Linden, incorporator


STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME personally appeared the incorporator, EDWARD W. LINDEN, to me known to be the individual described in and who executed the foregoing Articles of Incorporation of THE LINDEN GROUP, INC., and he acknowledged before me that he freely and voluntarily did so according to the law.


Notary Public, State of Florida

My Commission Expires:

 Sandra Lea Wiggs
Commission #DD246909
Expires: Sep 03, 2007
Bonded Thru
Atlantic Bonding Co., Inc.

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

JUNE 30, 2004 [date]

Robert J. Hickok
Law Offices of Robert J. Hickok, P.A., Registered Agent
Robert J. Hickok, Esq. for The Firm

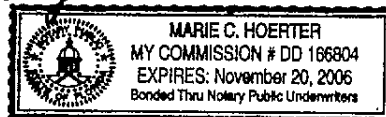
STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME personally appeared ROBERT J. HICKOK, to me known to be the individual described in and who executed the foregoing Acceptance of the Office of Registered Agent for the corporation, THE LINDEN GROUP, INC., and he acknowledged before me that he freely and voluntarily did so according to the law.

Marie C. Hoerter
Notary Public, State of Florida

Notary Public



My Commission Expires: 11-20-2006

END OF DOCUMENT