

P95000054172

7/13/95

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM

10:15 AM

((H95000007764)))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399

FROM: FAS-T CORP. AGENTS, INC.

8405 NW 53RD ST

SUITE C-100

MIAMI FL 33166-

3701-0000

CONTACT: LIDIA FERNANDEZ

PHONE: (305) 599-0839

FAX: (305) 592-9591

FAX: (904) 922-4000

((H95000007764)))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: LIND FERRER TALENT AGENCY AND ACADEMY CO.

FAX AUDIT NUMBER: H95000007764

CURRENT STATUS: REQUESTED

DATE REQUESTED: 07/13/1995

TIME REQUESTED: 10:15:20

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** ENTER 'M' FOR MENU. **

7/13/95

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC PROCESSING MENU

10:15 AM

RECEIVED
TALLAHASSEE, FLORIDA

95 JUL 13 PM 3:18

FILED

7/13

FLORIDA DIVISION OF CORPORATIONS

95 JUL 13 PM 2:09

RECEIVED

H95000007764

FILED
95 JUL 13 PM 3:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

LINO FERRER TALENT AGENCY AND ACADEMY CO

The undersigned, acting as Incorporator of a Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE ONE

The name of the Corporation is:

LINO FERRER TALENT AGENCY AND ACADEMY CO

ARTICLE TWO

The principal office of the Corporation shall be located at:
8672 SW 40 ST. SUITE 204-C MIAMI FL 33155

Other offices for the transaction of business may be located wherever the Directors may deem necessary of expedient.

ARTICLE THREE

This Corporation shall have perpetual existence and may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE FOUR

Each shareholder of this Corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind of series of stock in this Corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this

Prepared by: Dora E. Gonzalez
7080 West 16th Ave.
Hialeah, FL 33014
(305) 557-5090

H95000007764

Corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) 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 preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the Corporation within thirty (30) days of receipt of notice from the Corporation.

ARTICLE FIVE

The Corporation shall have one director initially. However, the number of directors may be increased or decreased from time to time in such a manner as may be prescribed by the By-Laws.

The name and address of the initial directors are:

NAME	ADDRESS
SERGIO MARINUCCI	8672 SW 40 ST Suite 204-C Miami Fl
AVELINO ANGULO	8672 SW 40 ST Suite 204-C Miami Fl
DIEGO GONCALVES	8672 SW 40 ST Suite 204-C Miami Fl

ARTICLE SIX

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

NAME	ADDRESS
SERGIO MARINUCCI	8672 SW 40 ST Suite 204-C Miami Fl
AVELINO ANGULO	8672 SW 40 ST Suite 204-C Miami Fl
DIEGO GONCALVES	8672 SW 40 ST Suite 204-C Miami Fl

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ARTICLE SEVEN

The name and street address of the initial registered agent and office of this Corporation is:

NAME

ADDRESS

AVELINO ANGULO

8672 SW 40 ST Suite 204-C Miami Fl

ARTICLE EIGHT

Upon election of a Board of Directors by the stockholders, such Board of Directors shall manage the business affairs of the Corporation without the necessity of further authority from the stockholders, except as by law or in these Articles otherwise provided; any action of such Board of Directors may be rescinded or any officer or director removed from office, only upon a vote of stockholders holding a majority of the stock of the Corporation which may at such time be actually issued, unless otherwise provided by the By-Laws of the Corporation. All holders of common stock of this Corporation shall be entitled to vote the same in the manner provided by the law.

ARTICLE NINE

The number of shares the Corporation is authorized to issue is 500 shares, which shall be common stock of \$1.00, par value, each

ARTICLE TEN

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors, proposed to the stockholders and approved at the stockholders' meeting by a majority of the stock entitled to vote


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thereon.

ARTICLE ELEVEN

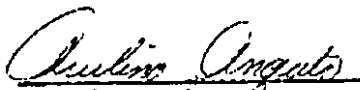
The shareholders may at their sole discretion, repeal alter or amend the By-Laws of this Corporation, restricting the power vested in the Board of Directors to adopt, amend, or repeal the By-Laws within its regular course of business.

IN WITNESS WHEREOF, the undersigned incorporator set my hand and affixed my seal, on this 12 day of JULY, 1995


Incorporator
SERGIO MARINUCCI

FILED
95 JUL 13 PM 3:19
TALLAHASSEE, FLORIDA

Having been named as resident agent for the above-stated Corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.0505 Florida Statutes.


Residente Agente
AVELINO ANGULO

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 12 day of JULY 19 95

Notary Public.

P95000054172

Mrs. Dora Gonzalez
7080 W. 16th Ave
Hialeah, FL 33014-3818

100001612321
-10/17/95--01019--014
*****35.00 *****35.00

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment / <i>name change</i>
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
1995 OCT 16 AM 10:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Examiner's Initials *KFT*

10-18-95

ARTICLES OF AMENDMENT

**TO
ARTICLES OF INCORPORATION**

FILED

1995 OCT 16 AM 10:46

OF

LINO FERRER TALENT AGENCY AND ACADEMY

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE I

The name of the corporation is:

S & D MODELS, KIDS ACTOR'S ACADEMY CORP.

ARTICLE V

AVELINO ANGULO 8672 SW 40 ST SUITE204-C MIAMI FL 33155

DELETED (RESIGNATION)

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 11 Days of September, 1995

FOURTH: Adoption of Amendment(s) (check one)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

(continued)

Signed this 09 day of October, 19 95.

Signature



(By the Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

SERGIO MARINUCCI

Typed or printed name

PRESIDENT

Title

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION
FOR
REINSTATEMENT



FLORIDA DEPARTMENT OF REVENUE
Sandy B. Bramm
Secretary of State
Division of Corporations

54172

FILED

95 OCT -4 AM 2:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # P95000054172

1 Corporation Name
**S & D MODELS, KIDS ACTOR'S ACADEMY
CORP.**

Principal Place of Business
**436 Espanola Way
Miami Beach, FL 33139**

Mailing Address
SAME

500001976785--9
-10/16/96--01043--018
****375.00 ****375.00

If above addresses are incorrect in any way, line through incorrect information and enter correction below

DO NOT WRITE IN THIS SPACE

2 New Principal Office Address, If Applicable

3 New Mailing Address, If Applicable

4 Date Incorporated or Qualified
To Do Business in Florida **07/13/95**

Suite, Apt. #, etc.

Suite, Apt. #, etc.

5 FEI Number

Applied For

City & State

City & State

65-1914123

Not Applicable

Zip

Country

Zip

Country

CERTIFICATE OF STATUS DESIRED ☐

\$8.75 Additional Fee required
for a Certificate of Status

7 Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

1 Titles	2 Name of Officers and/or Directors	3 Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	4 City / State / Zip
D	Marinucci, Sergio	436 Espanola Way	Miami Beach, FL 33139

REINSTATEMENT

96

Dr

10-3-96

8. Name and Address of Current Registered Agent

9. Name and Address of New Registered Agent

**Marinucci, Sergio
436 Espanola Way
Miami Beach, FL 33139**

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. #, Etc.

City

State
FL

Zip Code

10 I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of
Registered Agent

Sergio Marinucci

REGISTERED AGENT MUST SIGN

Date

11. Does this corporation pay any intangible tax to the
Dept. of Revenue under S. 199.032, Florida Statutes. Yes ☐ No ☐

(See other side for information
on intangible tax.)

12 I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in Chapter 607 or 617, F.S. I further certify that when filing this reinstatement application the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., and that all fees owed by the corporation have been paid. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE:

Sergio Marinucci

Sergio Marinucci, Director

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #