

PA960000027720

LAZARUS CORPORATE INDUSTRIES, INC.
Requestor's Name

890 S.W. 87 AVENUE SUITE: 16
Address

MIAMI, FLORIDA 33174 (305) 552-5973
City/State/Zip Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

Office Use Only

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

1. NEW LINE ENTERTAINMENT CORPORATION
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in

☐ Mail out

☒ Pick up time 3:00

☐ Will wait

☐ Photocopy

☒ Certified Copy

☐ Certificate of Status

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

AMENDMENTS	
<input type="checkbox"/>	Amendment
<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
STATE
RECEIVED
65 MAR 29 PM 1:16
65 MAR 25 AM 11:42
DIVISION OF CORPORATION

789-611-615-671
W96-6529

8/3/29/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

March 26, 1996

LAZARUS CORPORATE INDUSTRIES, INC.
890 SW 87 AVENUE #16
MIAMI, FL 33174

SUBJECT: NEW LINE ENTERTAINMENT CORPORATION
Ref. Number: W96000006529

RECEIVED
96 MAR 29 AM 11:22
DIVISION OF CORPORATION

FILED STATE
SECRETARY OF CORP. AFFAIRS
96 MAR 29 PM 1:16

We have received your document for NEW LINE ENTERTAINMENT CORPORATION and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

The registered agent must sign accepting the designation.

Please return 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 (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 196A00013840

**ARTICLES OF INCORPORATION
OF**

NEW LINE ENTERTAINMENT CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAR 29 PM 1:16

The undersigned, acting as incorporators of this Corporation pursuant to Chapter 607, Florida Statutes, adopt the following Articles of Incorporation for said Corporation:

**ARTICLE I
Name**

The name of the Corporation shall be:

NEW LINE ENTERTAINMENT CORPORATION

**ARTICLE II
Duration**

The Corporation shall exist perpetually unless dissolved according to law. Such existence shall commence at the time of the filing of this Articles of Incorporation although for the Corporation Archives the Date of Origin is 6 March 1996, date of the First Meeting of the Incorporators.

**ARTICLE III
Purpose**

The general nature of the business to be transacted by this corporation is:

1. All lawful purposes.
2. To manufacture, purchase or otherwise acquire and own, mortgage, pledge, sell, assign, transfer or otherwise dispose of and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property and services of every class, kind and description, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.
3. To conduct business in, have one or more offices in and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property including franchises, patents, copyrights, trademarks and licenses in the State of Florida and in all other States and Countries.
4. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers or corporate property or other instruments to secure the payment of corporate indebtedness as required.

5. To purchase the corporate assets of any other corporation and engage in the same or other character of business.
6. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the share of the capital stock of, or any bonds, securities or other evidences of indebtedness created by another corporation of the State of Florida or any other state government; and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.
7. To carry on any lawful business necessary or incidental, to the attainment of the objects of the corporation whether or not such business is similar in nature to the objects enumerated in these Articles of Incorporation

To engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000,00 shares of common stock, each having a \$ 1.00 par value.

The consideration to be paid for each share shall be fixed by the Board of Directors and any and all shares so issued, the full consideration for which has been paid or delivered, shall be deemed full paid stock and not liable to any further call or assessment thereon; and the holders of such shares shall not be liable for any further payments thereon.

The capital stock may be paid for in property, labor or services at a just valuation to be fixed by the incorporators or the directors.

The stock shall be issued from time to time as may be determined by the Board of Directors.

On dissolution or liquidation of the corporation, the holders of the stock shall be entitled to distribution as their holdings may appear upon the stock record of the corporation.

ARTICLE V Capital

The amount of capital with which this corporation may begin business shall not be less than five hundred (\$500.00) US dollars.

ARTICLE VI Original Corporate Office Registered Agent and Office

The initial street address for this Corporation is: 245 SE 1st Street, Miami, Florida 33131.
The Registered Agent is Saul M. Montes-Bradley at 245 SE 1st Street, Suite 420, Miami, FL 33131.

The Board of Directors may, from time to time, move the principal office to any other address in the State of Florida. Branch offices may be maintained at such other places in the State of Florida, the United States of America or any other country as may be authorized by the Board of Directors.

ARTICLE VII Officers and Directors

This corporation shall have not less than one Director, initially. The number of Directors may be increased or diminished from time to time by By-laws adopted by the stockholders, but shall never be less than one. This corporation shall begin with one Director.

ARTICLE VIII Subscribers

The names and street addresses of each subscriber to these Articles of Incorporation and the number of shares of stock which each agrees to take are as follows:

Name	Address	No. of Shares
Javier Gracia	245 SE 1st Street, Suite 420, Miami, FL 33131	500

ARTICLE IX Board of Directors

The names and addresses of the members of the first Board of Directors and officers who shall hold office for the first year of existence of this corporation or until their successors are elected and have qualified are:

Name	Address	Position
Javier Gracia	245 SE 1st Street, Suite 420, Miami, FL 33131	President/Director

ARTICLE X Amendments

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a Stockholder's Meeting by majority of the stock entitled to vote thereon.

ARTICLE XI Agreements

The stockholders of this corporation may enter into agreements between themselves respecting their respective rights and duties with reference to the shares of stock of this corporation; and such agreements may include any limitation upon the transferability or assignment of the stock and the conferring of pre-

emptive rights of purchase upon the stockholders as condition precedent to the sale of other stock; and such agreements shall be valid and this corporation may join as a part thereto.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this 8th day of March of 1996.


Javier Gracia


STATE OF FLORIDA)
COUNTY OF DADE)

THE FOREGOING instrument was acknowledged and sworn to before me by Javier Gracia well known to me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me according to the law, that he made and subscribed the same for the purpose therein mentioned and set forth.

WITNESS my hand and official seal in the County and State named above this 7th day of March of 1996.



SAUL M. MONTES
My Commission CC488806
Expires Jul. 20, 1999


Saul M. Montes
Notary Public
State of Florida

My Commission Expires: July 1999

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 MAR 29 PM 1:16

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: NEW LINE ENTERTAINMENT CORPORATION
2. The name and address of the registered agent and office is:
SAUL M MONTES-BRADLEY
(NAME)
245 SE 1st STREET, SUITE 420
(P.O. BOX NOT ACCEPTABLE)
MIAMI, FL 33131
(CITY/STATE/ZIP)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I 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.

SIGNATURE 

DATE 3/26/96