

P97000017337

February 6, 1997

Sec. Of State  
Corporate Records Bureau  
Division of Corp.  
Tallahassee, FL. 32301

100002084721--5  
-02/12/97--01014--013  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

Dear Sir/Madam:

Please find enclosed an application for incorporation. Also included is a check for \$122.50 and a self addressed stamped envelope.

We greatly appreciate your assistance.

Sincerely,



Armando A. Lambert

1997  
Armando A. Lambert  
10500 S.W. 127th Street  
Miami, FL. 33178

W97-3614  
2/13/97  
TB

FILED  
97 FEB 25 AM 8:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

February 13, 1997

ARMANDO A. LAMBERT  
10500 SW 127TH ST  
MIAMI, FL 33176

SUBJECT: LBS, INC.  
Ref. Number: W97000003614

We have received your document for LBS, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6878.

Terri Buckley  
Corporate Specialist

Letter Number: 097A00007850

# Memorandum

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**To:** Florida Department of State, Div. Of Corporations

**CC:**

**From:** Armando A. Lambert

**Date:** February 17, 1997

**Re:** Number W97000003614 (LBS, INC)

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Please find here enclosed, a new application to incorporate. A different name has been selected. A copy of your letter is attached. A check for the amount of \$122.50 was retained by your office.

We appreciate your assistance.

Armando A. Lambert

**ARTICLES OF INCORPORATION  
OF  
LBS ENTERTAINMENT INC.**

The undersigned subscriber(s) to these Articles of Incorporation a natural persons competent to contract under the laws of the State of Florida do hereby form a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of the corporation shall be LBS Entertainment Inc.

**ARTICLE II**

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

**ARTICLE III**

The number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 shares of no par value. All said stock shall be payable in cash, or property other than stock or securities, in lieu of cash, at a just valuation to be determined by the Board of Directors of this corporation.

**ARTICLE IV**

The amount of capital with which this corporation shall begin business shall be Three Hundred (\$300.00) dollars.

**ARTICLE V**

The existence of this corporation shall be perpetual.

**ARTICLE VI**

The principal office of this corporation shall be located at 10500 S.W. 127 Street, Miami, Florida 33176. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

**ARTICLE VII**

The Board of Directors of this corporation shall consist of no less than one (1) member. The number of directors may be increased from time to time by By-Laws adopted by the stockholders, but shall never be less than one (1).

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE VIII

The names and addresses of the first Board of Directors, who shall be subject to these Articles of Incorporation, By-Laws, and the laws of the State of Florida to hold office for the first year of the corporation's existence, or until their successors have been elected and qualified, are as follows:

Armando A. Lambert  
10500 S.W. 127 Street  
Miami Florida 33176

Mauricio Bedoya  
9840 S.W. 100 Avenue  
Miami, Florida 33176

Richard B. Stern  
10383 S.W. 115 Street  
Miami Florida 33176

## ARTICLE IX

The Registered Agent and the street address of the initial Registered Office of this corporation in the State of Florida shall be:

Armando A. Lambert  
10500 S.W. 127 Street  
Miami, Florida 33176

The board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

## ARTICLE X

The names and addresses of each of the subscribers to these Articles of Incorporation, and the number of shares of stock each agrees to take, the total aggregate amount of which shall be the sum of 100% the amount of capital with which this corporation shall begin business, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>AMOUNT</u>
Armando Lambert	10500 S.W. 127 Street Miami, Florida 33176	100	\$100.00
Mauricio Bedoya	9840 S.W. 100 Avenue Miami Florida 33176	100	\$100.00
Richard Stern	10383 S.W. 115 Street Miami, Florida 33176	100	\$100.00

## ARTICLE XI

The officers of the corporation, until the first meeting of the corporation's Board of Directors, or until successors are elected, shall be:

Richard Stern, President/Vice President

Armando Lambert, Secretary

Mauricio Bedoya, Treasurer

The officers shall be elected at the annual meeting of the Board of Directors or as provided in the By-Laws.

## ARTICLE XII

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

## ARTICLE XIII

1. No one other than an individual who is duly licensed as states above under the laws of the State of Florida may own any corporate stock of this corporation, nor may any stockholder enter into a voting trust agreement of any other type agreement vesting another person with the authority to exercise the voting power of any of all of his stock.

2. No shareholder of the corporation may sell or transfer his stock in this corporation except to another individual who is eligible to be a shareholder of the corporation, and such sale or transfer may be made only after the same shall have been approved, at a stockholder's meeting, specifically called for that purpose, by not less than a majority of the outstanding stock at such stockholder's meeting, exclusive of the stock proposed to be sold. The shares of stock held by the shareholder proposing to sell or transfer his shares may not be voted or counted for any purpose at said meeting.

IN WITNESS WHEREFORE, I, Richard Stern, the undersigned, being the authorized Incorporator herein above named, for purpose of forming a corporation to do business in the State of Florida, under the laws of Florida, do hereby and make and file these Articles of Incorporation and do hereby and make and file these Articles of Incorporation and do hereby

declare and certify that the facts herein stated are true, and I hereunto set my hand and seal this 17 February 1997.



RICHARD STERN

STATE OF FLORIDA )

COUNTY OF DADE )

I hereby certify that on this day, personally appeared Armando Lambert, to me well known to be the same person described herein, who executed these Articles of Incorporation, and produced his Florida Driver's License as identification and he acknowledged before me, the Articles to be his act and deed and that the facts set forth therein are true and correct to the best of his knowledge.

WITNESS my hand and seal in the County of Dade, Miami, Florida, this 17 February 1997.



*Monica Tsang*  
NOTARY PUBLIC, State of Florida

My Commission Expires: 11-20-98

**ACCEPTANCE OF REGISTERED AGENT**

Having been named as the Registered Agent for the above mentioned corporation for the purpose of accepting service of process for LBS Entertainment, Inc. at the place designated in the Articles of Incorporation, ARMANDO LAMBERT, hereby accepts such appointment and agrees to act in such capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

DATE: 2/20/97

*Armando Lambert*  
ARMANDO LAMBERT

FILED  
97 FEB 25 AM 8:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA