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May 5, 1999

Florida Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, Florida 32314

FILED  
99 MAY 11 AM 9:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**RE: ARTICLES OF INCORPORATION  
LONDINIUM, INC.**

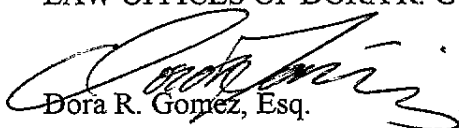
Dear Sir/Madam:

Enclosed find a check in the amount of \$122.50 and the Articles of Incorporation for the  
aforementioned corporation, **LONDINIUM, INC.** Also, enclosed find an extra copy for our  
records please stamp and forward to our office.

Thanking you in advance for your attention and consideration in this matter.

Sincerely,

LAW OFFICES OF DORA R. GOMEZ

  
Dora R. Gomez, Esq.

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\*\*\*122.50 \*\*\*\*\*78.75

DRG:rm

agc 5/14

**ARTICLES OF INCORPORATION  
OF  
LONDINIUM, INC.**

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE I  
NAME**

The name of the Corporation is **LONDINIUM, INC.** The corporation's principal address is:

1260 Mariana Avenue  
Coral Gables, Florida 33134

**ARTICLE II  
DURATION**

The Corporation shall exist in perpetuity.

**ARTICLE III  
PURPOSE**

The purpose for which the Corporation has been formed are any and all lawful business permitted under the laws of the State of Florida and of the United States.

**ARTICLE IV  
CAPITAL STOCK**

The Corporation is authorized to issue 500 shares of \$1.00 per value common stock which shall be designated "Common Shares".

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**ARTICLE V**  
**RIGHT OF SHARES OF CAPITAL STOCK**

The entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares, to be voted cumulatively.

**ARTICLE VI**  
**INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the initial Registered Agent and Registered Office of the Corporation is:

DORA R. GOMEZ, ESQ.  
930 Washington Avenue, Suite 209  
Miami Beach, Florida 33139

**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS**

The Corporation shall have one (1) director initially. The number of Directors may be either increased or decreased from time to time by the By-Laws adopted by the corporation. The names and addresses of the initial Directors and their respective officers are:

PRESIDENT:	Paul Cohen 1260 Mariana Avenue Coral Gables, Florida 33134
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## **ARTICLE VIII**

No contract, act or transaction of this corporation with any person or persons, firm or other corporation, in the absence of fraud or wrongdoing shall be affected or invalidated by the fact that any director of this corporation is party or interested in such contract, act or transaction, or in any way connected with such person, persons, firm, or corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from this contracting with this corporation for the benefit of himself or any other firm, association or corporation which he may in anywise be interested. Any director of this may vote upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact the is also a director of such subsidiary or controlled company.

## **ARTICLE IX BY-LAWS**

The power to adopt, alter amend or repeal the By-Laws shall be vested in the Directors.

## **ARTICLE X INDEMNIFICATION**

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

## **ARTICLE XI COMMENCEMENT OF CORPORATE EXISTENCE**

Corporate existence shall be deemed to commence on the date of filing of these articles.

**ARTICLE XII  
AMENDMENT**


These Articles Of Incorporation may be altered or amended by resolution adopted by the Board of Directors and presented to and approved at a meeting of shareholders by the holders of a majority of the outstanding Common Shares entitled to vote thereon, or they may be altered or amended in any other manner now or hereafter provided by law.

**ARTICLE XIII  
INCORPORATOR**

The incorporator is PAUL COHEN and his corporate address is

1260 Mariana Avenue  
Coral Gables, Florida 33134

IN WITNESS WHEREOF, I have set my hand and seal this 22<sup>ND</sup>  
day of OCTOBER, 1998.

  
\_\_\_\_\_  
PAUL COHEN

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

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared PAUL COHEN, known to me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that the same was freely and voluntarily executed for the purposes therein expressed.

WITNESS my hand and seal, this 22<sup>ND</sup> day of OCTOBER  
1998 at Miami, Miami-Dade County, Florida.

Rita Martin  
NOTARY PUBLIC  
State of Florida

My Commission Expires:



RITA MARTIN  
My Commission CC472632  
Expires Jun. 14, 1999  
Bonded by HAI  
800-422-1555

**CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS  
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is  
submitted, in compliance with said Act:

First, that **LONDINIUM, INC.**, a Florida corporation, with its principal  
office, as indicated in the Articles of Incorporation, has named **DORA R. GOMEZ,**  
**ESQ.**, located at 930 Washington Avenue, Suite 209, Miami Beach, Florida 33139, as its  
agent to accept service of process with this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated  
corporation, at the place designated in this certificate, agrees to comply with the provision  
of said Act relative to keeping open said office.

10/22/98.  
Date

  
DORA R. GOMEZ, ESQ.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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