

CERTIFICATE OF INCORPORATION  
OF  
LINCOLN SAVINGS INSTITUTION, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I.

The name of this Corporation shall be:

LINCOLN SAVINGS INSTITUTION, INC.

ARTICLE II.

GENERAL NATURE OF BUSINESS.

The general nature of the business and the objects and purposes proposed to be transacted and carried on, are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz.

(1) To carry on a general mortgage business, and the business of lending money with or without security. To have full power and lawful authority to lend and borrow money for itself and as agents for others without restriction or limit as to amount either without security or on securities of mortgages on real or personal properties and on other securities or otherwise, and to acquire, buy, own, hold, convey, hypothecate, exchange and generally deal in mortgages, bonds, notes, negotiable instruments, stocks and other securities or choses in action whether secured by mortgage or real or personal property or otherwise;

(2) To purchase, take, lease, or otherwise acquire, and to own, hold, sell, assign, convey, lease, hypothecate, mortgage and in any other lawful way incumber or dispose of real estate and other



other property or property rights of every kind and nature, either real, personal, or mixed; to survey, subdivide, plat, improve, reclaim, develop, and cultivate lands of all kinds for the purposes of sale or otherwise, and to do and perform all lawful things for the development and improvement of the same for agriculture, residence, trade, or any other business or lawful purpose.

(3) To engage in any and all undertakings and business necessary, convenient and proper to the development cultivation of lands or any other property owned by said corporation, or in and to which it may have any right, claim or interest of any kind or character whatsoever; and lands or properties in which said corporation may have no right or interest whatever; and to that end to erect any buildings, factories and other structures, and to acquire any and all necessary equipment for the carrying out of said work.

(4) To purchase or otherwise acquire, manufacture, prepare for market, market any products and to sell, dispose of and deal in the same either in their prepared, manufactured or raw state, and either by retail or wholesale as owner, broker or factor.

(5) To carry on any and all business as commission merchant, factors, agents, manufacturers, packers, producers, wholesale and retail importers and exporters, generally without limitation as to the class of products or merchandise.

(6) To construct dwellings houses or other buildings on the lands of the company or on any other lands, for its own use or the use of its employees or otherwise, and to sell, mortgage, rent, or otherwise dispose of same, and to construct any other buildings or constructions for the development of said lands, including power plants, administration buildings, public buildings or otherwise.



(7) To manufacture, purchase, or otherwise acquire, own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, to invest, trade, deal in and deal with goods, wares, and merchandise and real and personal property of every class and description.

(8) To buy, acquire, hold and pay for in cash, stock or bonds of this corporation or otherwise, the good will, rights, assets, properties, goods, wares, merchandise, bonds, mortgages, notes, debentures, warrants, choses in action and all evidences of indebtedness of any person, firm, association, corporation, municipality or governmental authorities either as owner, broker, factor or agent, and to deal generally in shares of all corporations for profit and in all kinds of securities and evidences of indebtedness whether negotiable or otherwise, either for the account, benefit or risk of this corporation or upon a commission or profit sharing basis;

(9) To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgage or otherwise dispose of, letters patent of the United States or any foreign country, patent rights, licenses, privileges, inventions, improvements and processes, copyrights, trade-marks, and trade-names relating to and useful in connection with any business of this corporation;

(10) To purchase, hold, mortgage, pledge, sell, assign, transfer, endorse, negotiate and guarantee or otherwise dispose of shares of capital stock or any bonds, securities, or evidences of indebtedness created by any other corporation or corporations organized under the laws of this State or any other State, Country, Nation, or Government, and of any person, firm or association and while the owner thereof to exercise all the rights, powers and privileges including the right to vote thereon, and to delegate to any of its officers the power to hold, vote, exercise all the rights or ownership as holders of such stock.



(11) To issue bonds, debentures, or obligations of this corporation from time to time for any of the objects or purposes of the corporation and to secure the same by mortgage, pledge, lien, deed of trust or otherwise on any or all of the real or personal property, rights, privileges and franchises of the corporation wheresoever situated, acquired or to be acquired and to sell or otherwise dispose of any or all of the same;

(12) To appoint agents to serve this corporation within and without the State of Florida and to vest such agents with the necessary powers to transact such business and to have one or more offices to carry on any or all of its operations and business and without restriction or limit as to amount, to purchase, or otherwise acquire, hold, own, mortgage, sell, convey, or otherwise dispose of real and personal property of every class and description in any of the states, territories, or colonies, districts of the United States and in any and all foreign countries subject to the laws of such state, district, territory, colony or foreign country either as owner, broker, factor, or agent for others;

(13) To do any and all lawful acts, designated to protect, preserve or improve or enhance the value of any bonds, stocks, or other securities or other evidences of indebtedness in or to which the corporation is interested, and to guarantee dividends of any shares of a corporation's stock in or to which this company at the time may have an interest as stockholder or otherwise, to endorse or otherwise guarantee the payment of principal and interest of notes, bonds, mortgages, and securities and other evidences of indebtedness issued and sold by it as owner, agent, factor or broker, or issued or sold by any other person, firm, association or corporation.

(14) To receive money or property in payment of said securities, stocks, bonds, or choses in action in installment or otherwise from any person or persons with or without an allowance of interest upon such installment.



(15) To sell, offer for sale and negotiate its own securities and stock and choses in action and to sell, offer for sale, guarantee, endorse and negotiate the securities, and choses in action of other persons, corporations, associations or firms as investment or otherwise.

(16) To enter into any lawful contract or undertaking with any person or persons for the withdrawal of such money or property at any time with any increase therein, or for the payment to them or to any person of any of the money at any time either fixed or uncertain;

(17) To make loans at rates of interest allowed by law and to deduct interest in advance and to accept as security for such loans, assignments of choses in action or other evidences of indebtedness to be paid for in installments or otherwise or to accept such other security or otherwise as may be prescribed by the directors, but not to carry on the business of a bank or trust company;

(18) To carry on the business of financing the purchase and or sale of automobiles of every kind or description, make or motor power, by accepting notes or other evidences of indebtedness given as part payment in the purchase of motor vehicles and in connection with the above to have the power to discount such notes or evidences of indebtedness, or to lend money thereon or to hold same until maturity.

(19) To enter into and conduct a general abstract and title business, to buy tax certificates and to procure tax deeds pursuant thereto and to sell or mortgage the land or title acquired.

(20) To conduct a general brokerage agency or commission business for others or for itself in the purchase, sale or management of real estate or personal property of all kinds, and the negotiations of all kinds of loans and to act as agents for letting of houses and buildings, general property management, collections of rents, and payment of taxes;



(21) To act as broker, syndicate manager and in any relation proper and expedient in placing, selling or offering for sale issues of bonds, stocks, securities of any and every character to be fiscal agents or underwriters, as agents for any of the classes of business transactions, wherein a financial intermediary is necessary beneficial or useful.

(22) To act as fiscal or financial agents, broker or general representative, or as attorney in fact of or for individuals, corporations or inter-insurance or reciprocal companies, associations, firms and as general or special agent for the placing and handling of all classes of insurance, including, life, fire, tornado, theft, accident, collision, property damage, marine, plate-glass, fidelity, and all classes and branches of insurance incidental thereto.

(23) To dispose, lease and hire safety deposit boxes and vaults for the safe keeping of valuables;

(24) To act as agent for purpose of registering or counter-signing or transferring the certificates of stock, bonds, or other evidences of indebtedness of any corporation, association, municipality, state or public authority upon such terms as may be agreed upon.

(25) In general to carry on any other business in connection with the foregoing and to have and exercise all the powers conferred by the laws of Florida upon corporations formed under the corporation act of the State of Florida approved June 1, 1925 and to do any or all of the things hereinbefore set forth to the same extent as natural persons might or could do.

(26) The foregoing clauses shall be construed liberally both as to objects and powers and it is hereby expressly provided that the foregoing enumeration of specific power shall not be held to limit or restrict in any manner the powers of this corporation.



ARTICLE III.

Capital Stock.

The amount of the capital stock of this corporation shall be Fifty Thousand Dollars (\$50,000.00) divided into One Thousand (1,000) shares of the par value of Fifty Dollars (\$50.00), each.

All said stock shall be payable in cash, property, labor or service at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose; property, labor or services may be purchased, or paid for, with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE IV.

Amount of Capital to Begin Business With.

The amount of capital with which this corporation shall commence business is Five Hundred Dollars (\$500.00).

ARTICLE V.

Corporate Existence.

This corporation shall have a perpetual existence unless sooner dissolved according to law.

ARTICLE VI.

Principal Place of Business.

The principal place of business of said corporation shall be at Miami, Dade County, Florida, with the privilege of having branch offices at other places within and without the State of Florida.

ARTICLE VII.

Number of Directors.

The number of Directors of this corporation shall be not less than three nor more than twenty-one.



ARTICLE VIII.

DIRECTORS.

The names and post office addresses of the first Board of Directors of this corporation who shall hold office for the first year or until their successors are chosen, shall be;

D. A. Dorsey	Miami, Florida
E. A. Hepburn	Miami, Florida
M. Eichenburg	Miami, Florida
H. L. Mann	Miami, Florida

ARTICLE IX.

SUBSCRIBERS.

The name and post office address of each subscriber and the number of shares of stock which each agrees to take are;

D. A. Dorsey	Miami, Fla.	Ten Shares
E. A. Hepburn	Miami, Fla.	Four Shares
E. Eichenburg	Miami, Fla.	Two Shares
H. L. Mann	Miami, Fla.	Two Shares

ARTICLE X.

SPECIAL CHARTER PROVISIONS.

The original incorporators of this corporation shall have the right to and will after the organization of the same, assign and deliver their subscriptions of stock herein to any other persons who may hereafter become subscribers to the capital stock of this corporation, who, upon acceptance of such assignment, shall stand in lieu of the original incorporators and assume and carry out all the rights, liabilities and duties entailed by said subscriptions, subject to the laws of the State of Florida, and the execution of this power.

IN WITNESS OF THE FOREGOING, we have hereunto set our hands and seals and acknowledged to be filed in the office of the Secretary



of State the foregoing Articles of Incorporation, this the

\_\_\_\_\_ day of \_\_\_\_\_ 1926.

D. A. DORSEY  
E. A. HEPBURN  
E. EICHENBURG  
H. L. MANN

*D. A. Dorsey*

*E. A. Hepburn*

*M. Eichenburg*

*H. L. Mann*

STATE OF FLORIDA  
COUNTY OF DADE.

I hereby certify that on this the 18th day of January 1926 personally came and appeared before me the undersigned authority.

D. A. DORSEY, E. A. HEPBURN, E. EICHENBURG, and H. L. MANN.

all to me well known and well known by me to be the persons of that named described in, and who severally acknowledged to me that they executed the foregoing articles of incorporation as their free and voluntary act and deed and for the uses and purposes therein set forth and expressed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal on the day and year above written.



*W. H. Stegmann*

Notary Public, State of Florida at Large  
My commission expires November 16, 1929



CERTIFICATE OF INCORPORATION  
OF  
LINCOLN SAVINGS INSTITUTION, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I.

The name of this corporation shall be:

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ARTICLE II.

GENERAL NATURE OF BUSINESS.

The general nature of the business and the objects and purposes proposed to be transacted and carried on, are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, vis.

(1) To carry on a general mortgage business, and the business of lending money with or without security. To have full power and lawful authority to lend and borrow money for itself and as agents for others without restriction or limit as to amount either without security or on securities of mortgages on real or personal properties and on other securities or otherwise, and to acquire, buy, own, hold, convey, hypothecate, exchange and generally deal in mortgages, bonds, notes, negotiable instruments, stocks and other securities or choses in action, whether secured by mortgage or real or personal property, or otherwise;

(2) To purchase, take, lease, or otherwise acquire, and to



own, hold, sell, assign, convey, lease, hypothecate, mortgage and in any other lawful way incumber or dispose of real estate and other property or property rights of every kind and nature, either real, personal, or mixed; to survey, subdivide, plat, improve, reclaim, develop, and cultivate lands of all kinds for the purposes of sale or otherwise, and to do and perform all lawful things for the development and improvement of the same for agriculture, residence, trade, or any other business or lawful purpose.

(3) To engage in any and all undertakings and business necessary convenient and proper to the development cultivation of lands or any other property owned by said corporation, or in and to which it may have any right, claim or interest of any kind or character whatsoever; and lands or properties in which said corporation may have no right or interest whatever; and to that end erect any buildings, factories and other structures, and to acquire any and all necessary equipment for the carrying out of said work.

(4) To purchase or otherwise acquire, manufacture, prepare for market, market any products and to sell, dispose of and deal in the same either in their prepared, manufacturer or raw state, or either by retail or wholesale as owner, broker or factor.

(5) To carry on any and all business as commission merchant, factors, agents, manufacturers, packers, producers, wholesale and retail importers and exporters, generally without limitation as to the class of products or merchandise.

(6) To construct dwellings houses or other buildings on the lands of the company or on any other lands, for its own use or the use of its employees or otherwise, and to sell, mortgage, rent, or otherwise dispose of same, and to construct any other buildings or constructions for the development of said lands, including power plants, administration buildings, public buildings, or otherwise.



(7) To manufacture, purchase, or otherwise acquire, own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, to invest, trade, deal in and deal with goods, wares, and merchandise and real and personal property of every class and description.

(8) To buy, acquire, hold and pay for in cash, stock or bonds of this corporation or otherwise, the good will, rights, assets, properties, goods, wares, merchandise, bonds, mortgages, notes, debentures, warrants, choses in action and all evidences of indebtedness of any person, firm, association, corporation, municipality or governmental authorities either as owner, broker, factor or agent, and to deal generally in shares of all corporations for profit and in all kinds of securities and evidences of indebtedness whether negotiable or otherwise, either for the account, benefit or risk of this corporation or upon a commission or profit sharing basis;

(9) To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgage or otherwise dispose of, letters patent of the United States or any foreign country, patent rights, licenses, privileges, inventions, improvements and processes, copyrights, trade-marks, and trade-names relating to and useful in connection with any business of this corporation;

(10) To purchase, hold, mortgage, pledge, sell, assign, transfer, endorse, negotiate and guarantee or otherwise dispose of shares of capital stock or any bonds, securities, or evidences of indebtedness created by any other corporation or corporations organized under the laws of this State or any other State, County, Nation, or Government, and of any person, firm or association and while the owner thereof to exercise all the rights, powers and privileges including the right to vote thereon, and to delegate to any of its officers the power to hold, vote, exercise all the rights, of ownership as holders of such stock.



(11) To issue bonds, debentures, or obligations of this corporation from time to time for any of the objects or purposes of the corporation and to secure the same by mortgage, pledge, lien, deed of trust or otherwise on any or all of the real or personal property, rights, privileges and franchises of the corporation wheresoever situated, acquired or to be acquired and to see or otherwise dispose of any or all of the same:

(12) To appoint agents to serve this corporation within and without the State of Florida and to vest such agents with the necessary powers to transact such business and to have one or more offices to carry on any or all of its operations and business and without restriction or limit as to amount, to purchase, or otherwise acquire, hold, own, mortgage, sell, convey, or otherwise dispose of real and personal property of every class and description in any of the states, territories, or colonies, districts of the United States and in any and all foreign countries subject to the laws of such state, district, territory, colony or foreign country either as owner, broker, factor, or agent for others:

(13) To do any and all lawful acts, designated to protect, preserve or improve or enhance the value of any bonds, stocks, or other securities or other evidences of indebtedness in or to which the corporation is interested, and to guarantee dividends of any shares of a corporation's stock in or to which this company at the time may have an interest as stockholder or otherwise, to endorse or otherwise guarantee the payment of principal and interest of notes, bonds, mortgages, and securities and other evidences of indebtedness issued and sold by it as owner, agent, factor or broker, or issued or sold by any other person, firm, association or corporation.

(14) To receive money or property in payment of said



of all kinds of loans and to act as agents for letting of houses and buildings, general property management, collections of rents, and payment of taxes;

(21) To act as broker, syndicate manager and in any relation proper and expedient in placing, selling or offering for sale issues of bonds, stocks, securities of any and every character to be fiscal agents or underwriters, as agents for any of the classes of business transactions, wherein a financial intermediary is necessary beneficial or useful.

(22) To act as fiscal or financial agents, broker or general representative, or as attorney in fact of or for individuals, corporations or inter-insurance or reciprocal companies, associations, firms and as general or special agent for the placing and handling of all classes of insurance, including, life, fire, tornado, theft, accident, collision, property damage, marine, plate-glass, fidelity, and all classes and branches of insurance incidental thereto.

(23) To dispose, lease and hire safety deposit boxes and vaults for the safe keeping of valuables;

(24) To act as agent for purpose of registering or counter-signing or transferring the certificates of stock, bonds, or other evidences of indebtedness of any corporation, association, municipality, state or public authority upon such terms as may be agreed upon.

(25) In general to carry on any other business in connection with the foregoing and to have and exercise all the powers conferred by the laws of Florida upon corporations formed under the corporation act of the State of Florida, approved June 1, 1925, and to do any and all of the things hereinbefore set forth to the same extent as natural persons might or could do.

(26) The foregoing clauses shall be construed liberally both as to objects and powers and it is hereby expressly provided that the



foregoing enumeration of specific power shall not be held to limit or restrict in any manner the powers of this corporation.

### ARTICLE III.

#### Capital Stock.

The amount of the capital stock of this corporation shall be Fifty Thousand Dollars (\$50,000.00) divided into One Thousand (~~\$1,000~~) shares of the par value of Fifty Dollars (\$50.00) each.

All said stock shall be payable in cash, property, labor, or service at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose; property, labor or services may be purchased, or paid for, with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

### ARTICLE IV.

#### Amount of Capital to Begin Business With.

The amount of capital with which this corporation shall commence business is Five Hundred Dollars (\$500.00).

### ARTICLE V.

#### Corporate Existence.

This corporation shall have a perpetual existence unless sooner dissolved according to law.

### ARTICLE VI.

#### Principal Place of Business.

The principal place of business of said corporation shall be at Miami, Dade County, Florida, with the privilege of having branch offices at other places within and without the State of Florida.

### ARTICLE VII.

#### Number of Directors.

The number of Directors of this corporation shall be not less



securities, stocks, bonds, or choses in action in installment or otherwise from any person or persons with or without an allowance of interest upon such installment.

(15) To ~~sell~~, offer for sale and negotiate its own securities and stock and choses in action and to sell, offer for sale, guarantee, endorse and negotiate the securities, and choses in action of other persons, corporations, associations or firms as investment or otherwise.

(16) To enter into any lawful contract or undertaking with any person ~~or~~ persons for the withdrawal of such money or property at any time with any increase therein, or for the payment to them or to any person of any of the money at any time either fixed or uncertain;

(17) To make loans at rates of interest allowed by law and to deduct interest in advance and to accept as security for such loans, assignments of choses in action or other evidences of indebtedness to be paid for in installments or otherwise or to accept such other security or otherwise as may be prescribed by the directors, but not to carry on the business of a bank or trust Company;

(18) To carry on the business of financing the purchase and or sale of automobiles of every kind or description, make or motor power, by accepting notes or other evidences of indebtedness given as part payment in the purchase of motor vehicles and in connection with the above to have the power to discount such notes or evidence of indebtedness, or to lend money thereon or to hold same until maturity.

(19) To enter into and conduct a general abstract and title business, to buy tax certificates and to procure tax deeds, pursuant thereto and to sell or mortgage the land or title acquired.

(20) To conduct a general brokerage agency or commission business for others or for itself in the purchase, sale or management of real estate or personal property of all kinds, and the negotiations



than three nor more than twenty-one.

ARTICLE VIII.

Directors.

The names and post office addresses of the first Board of Directors of this Corporation who shall hold office for the first year or until their successors are chosen, shall be:

D. A. Dorsey	Miami, Florida.
E. A. Hepburn	Miami, Florida.
M. Eichenburg	Miami, Florida.
H. L. Mann	Miami, Florida.

ARTICLE IX.

Subscribers.

The name and post office address of each subscriber and the number of shares of stock which each is to take are;

D. A. Dorsey	Ten shares.
E. A. Hepburn	Four shares.
E. Eichenburg	Two shares.
H. L. Mann	Two shares.

ARTICLE X.

Special Charter Provisions.

The original incorporators of this corporation shall have the right to and will after the organization of the same, assign and deliver their subscriptions of stock herein to any other persons who may hereafter become subscribers to the capital stock of this corporation, who, upon acceptance of such assignment, shall stand in lieu of the original incorporators and assume and carry out all the rights, liabilities and duties entailed by said subscriptions, subject to the laws of the State of Florida, and the execution of this power.