

P95000008892

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE INDUSTRIES, INC.

(Requestor's Name)

890 S.W. 87 AVENUE #16

(Address)

MIAMI, FLORIDA 33174 (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

(904)385-6735

400001398494
-02/06/95--01064--015
***122.50 ***122.50

OFFICE USE ONLY

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

1. Bever International Postal Shopping, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time 2:00 Certified Copy
 Mail out Will wait Photocopy 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
95 FEB -2 PM 12:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Done 2/2/95

Examiner's Initials

FILED

95 FEB -2 PM 12:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION
OF

BEVER INTERNATIONAL POSTAL SHOPPING, INC.

We, the undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form of Corporation under the Laws of the State of Florida.

ARTICLE I, NAME OF CORPORATION :

The name of the Corporation shall be :

BEVER INTERNATIONAL POSTAL SHOPPING, INC.

ARTICLE II, GENERAL NATURE OF THE BUSINESS :

The general nature of the business and the object and purposes to be transacted and carried on are :

To conduct any and all business not prohibited by the laws of the United States and State of Florida.

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 and licenses, in the State of Florida and in other states and other countries. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfer of corporate properties, or other instruments to secure the payments of corporate indebtedness as required.

To purchase the Corporate assets or any other Corporation and engage in the same or other character of business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other Corporation of the State of Florida, or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III, CAPITAL STOCK :

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 75,000 shares at \$0.10 par value. Such stocks may be issued by the Corporation from time to time for such consideration as may be fixed by the Board of Directors thereof, and may be paid in cash, labor or services.

ARTICLE IV. INITIAL CAPITAL :

The number of shares with which this Corporation shall commence business is not less than 75,000 shares common stock, and the amount of Capital with which this Corporation shall commence business not be less than SEVEN THOUSAND FIVE HUNDRED DOLLARS (7,500)-----

ARTICLE V. TERM :

The Corporation shall continue perpetually, unless sooner dissolved according to laws.

ARTICLE VI. PRINCIPAL PLACE OF BUSINESS :

The initial place of business of said Corporation in this State shall be: 780 N.W. 42ND AVENUE #617 MIAMI FL, 33126 but the Board of Directors may, from time to time, move the principal place of business, or the place of the office to any other address in the State of Florida.

ARTICLE VII. DIRECTORS :

The business of the Corporation shall be conducted by a Board of Directors, and the number of which Directors shall be fixed by the Stockholders at any regular or called meeting, but the number of Directors shall not be less than one. A majority of the Board shall constitute a quorum. The members of the Board of Directors shall be elected at the annual meeting of stockholders, and the several officers as the case may be provided for in the by-laws, shall be elected by the Board of Directors at a meeting held immediately after the adjournment of the annual stockholders meeting.

ARTICLE VIII. FIRST BOARD OF DIRECTORS :

The name and the post office address of the members of the First Board of Directors, who, subject to the provisions of this Certificate of Incorporation, the by-laws of the Corporation and the Statutes of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors have been elected and qualified, as follows :

PAULO CEZAR DIAS DA SILVA
RUA STEFAN MARECK NELDING #60
MORUMBI SAO PAULO SAO PAULO

MARIA AMELIA DE ASSIS RUBEN
RUA STEFAN MARECK NELDING #60
MORUMBI SAO PAULO SAO PAULO

ARTICLE IX. SUBSCRIBERS :

The proceeds of the stocks subscribed for will be at least as much as the amount necessary to begin business.

The name and place of residence of the subscribers to the capital stock and the number of the shares subscribed for are as follows :

PAULO CEZAR DIAS DA SILVA 40,000 SHARES AT \$0.10
RUA STEFAN MARECK NELDING #60
MORUMBI SAO PAULO SAO PAULO

MARIA AMELIA DE ASSIS RUBEN 35,000 SHARES AT \$0.10
RUA STEFAN MARECK NELDING #60
MORUMBI SAO PAULO SAO PAULO

ARTICLE X. OFFICERS:

The names and post office addresses of the officers, who subject to the provisions of this Certificate of Incorporation, the by-laws of the Corporation and the Statutes of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors have been elected and qualified, are as follows :

PAULO CESAR DIAS DA SILVA
RUA STEFAN MARECK NELDING #60 PRESIDENT
MORUMBI SAO PAULO SAO PAULO

MARIA AMELIA DE ASSIS RUBEN
RUA STEFAN MARECK NELDING #60 VICE-PRESIDENT/SECRETARY
MIAMI FLORIDA, 33155

ARTICLE XI. AMENDMENT :

These Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at the stockholder's meeting by a majority of the stocks entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that certain amendments of these Articles of Incorporation be made.

We, the undersigned, being the original subscribers to the capital stock and Articles of Incorporation, herein above named for the purpose of forming a Corporation to do business within and without the State of Florida, General Act of 1925, and all amendments hereto, do make and file stated are true and do respectively agree to take the number of shares of stock herein above set forth, and have accordingly set our hands and seal on the 2nd day of February 1995.



PAULO CEZAR DIAS DA SILVA
President



MARIA AMELIA DE ASSIS RUBEN
Vice-President/Secretary

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

I, HEREBY CERTIFY THAT on this day, before me a Notary Public, duly authorized in the State of Florida and County of Dade, to take acknowledgement, personally appeared PAULO CEZAR DIAS DA SILVA, and MARIA AMELIA DE ASSIS RUBEN, ----- to me well known to be the persons described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged me that he subscribed to those Articles of Incorporation.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE NAMED ABOVE, THIS 2nd DAY OF February, 1995.



NOTARY PUBLIC-STATE OF FLORIDA AT LARGE

MY COMMISSION EXPIRES :

OFFICIAL NOTARY SEAL
GEORGINA GONZALEZ
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC216523
MY COMMISSION EXP. JULY 20, 1996

Personally Known _____ OR Produced Identification x
Type of Identification Produced Passport CE 859769

FILED

95 FEB -2 PM 12:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNING OF BUSINESS OF DOMICILE FOR THE
SERVICE WITHIN THIS STATE, NAMING AGENT UPON PROCESS
BE SERVED.

In pursuance of Chapter 48,901 Section 607,164
Florida Statutes, the following is submitted, in
compliance with said act :

FIRST: BEVER INTERNATIONAL POSTAL SHOPPING, INC.
desiring to organize under the laws of State of Florida,
with the principal office, as indicate in the Articles
of Incorporation, at the City of Miami, County of
Dade, State of Florida has named: DENISE KERTESZ
mailing address: 9345 S.W. 77TH AVENUE APT #206 MIAMI FL
33156 as its Agent to accept service of process within
this state.

ACKNOWLEDGEMENT :

Having been named to accept services of process
for the above stated Corporation, at place designated in
this Certificate, I hereby accept to act in this capacity
and agree to comply with the provisions of said act
relative to keeping open said office.


DENISE KERTESZ
RESIDENT AGENT

P9500000 8892

Miami, July 12, 1995

Mr.

PAULO CESAR SILVA

President

BEVER INTERNATIONAL POSTAL SHOPPING

7311 N.W. 12th Street

Miami FL 33126

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-08/10/95--01067--017
*****87.50 *****87.50

Dear Sir:

I, the undersigned Agent of the above named Florida corporation do hereby tender my resignation, to take effect upon the resignation of the Board of Directors at which this resignation is accepted.

95 AUG 11 PM 4:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Sincerely,


DENISE KERTESZ

Division of Corporation

Handwritten:
P95000008892
RARS

Handwritten:
8-11-95-

RESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of sections 607.0502(2), 617.0502(2), 607.1509, or 617.1509,

Florida Statutes, the undersigned, DENISE M. KERTESZ
(Name of registered agent)

hereby resigns as Registered Agent for BEVER INTERNATIONAL POSTAL SHOPPING INC.
(Name of corporation)

A copy of this resignation was mailed to the above listed corporation at its last known address. The agency is terminated and the office discontinued on the 31st day after the date on which this statement is filed.



(Signature of resigning agent)

FILED
AUG 11 PM 1:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

Fee for filing this document:
\$87.50 - Active corporation
\$35.00 - Administratively dissolved corporation

P9500000P8892

BEVER INTERNATIONAL POSTAL SHOPPING INC.
 7331 NW 12 ST SUITE 22
 MIAMI, FL 33126

 (City, State, Zip) (Phone #) Y _____

900000164805 +
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 *****35.00 *****35.00

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

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

SEP 11 11 51 AM '95
 FALLING SPRING FLORIDA

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

NEW FILINGS	
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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

09/11/95 11:51 AM
 FALLING SPRING FLORIDA

Examiner's Initials _____

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: BEVE INTERNATIONAL SHOPPING, INC.

1b. The mailing address of the corporation is : 7311 N.W. 12TH STREET #22
MIAMI FLORIDA, 33126

1c. Date of incorporation: FEBRUARY 2ND 1995 Document number: P95000008892

2. The name and address of the current registered agent and office:

DENISE KERTESZ
9345 S.W. 77TH AVENUE APT#206
MIAMI FLORIDA, 33156

3. The name and address of the new registered agent and office:(P.O. Box Not Acceptable)

PAULO CEZAR DIAS DA SILVA
10257 N.W. 52ND TERRACE
MIAMI FLORIDA, 33178

TALLAHASSEE, FLORIDA
CORPORATION
FILED

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

M. M. M. M.
(Signature of an officer, chairman or vice chairman of the board)

11 14 95
(Date)

PAULO CEZAR DIAS DA SILVA
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

[Signature]
(Signature of Registered Agent)

11.14.95
(Date)

If signing on behalf of an entity:

PAULO CEZAR DIAS DA SILVA
(Typed or Printed Name)

(Capacity)