

# P95000021474

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

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

600001485616

-03/21/95--01140--003

\*\*\*+122.50 \*\*\*+122.50

1. INTERSONG 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

W95-5819  
63

95 MAR 16 PM 2:37  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

OFFICE USE ONLY

Examiner's Initials

KAN 3-15



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 15, 1995

LAZARUS CORPORATE INDUSTRIES, INC.  
890 S.W. 87th AVENUE  
#16  
MIAMI, FL 33174

SUBJECT: INTERSONG INC.  
Ref. Number: W95000005819

We have received your document for INTERSONG INC. and check(s) totaling \$122.50. However, your check(s) and document are being returned for the following:

The person designated as registered agent in the document and the person signing as registered agent must be the same.

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) 487-6915.

Kevin Nickens  
Document Specialist

Letter Number: 995A00011644

95 MAR 16 PM 2:37

CERTIFICATE OF INCORPORATION

OF

INTERSONG INC.

WE, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation of a corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, and we hereby make, subscribe and acknowledge and file with the Secretary of State of Florida this Certificate of Incorporation; and to that end we do, by this certificate, set forth:

ARTICLE I

The name of this corporation (which is hereinafter called the Corporation). INTERSONG INC.

ARTICLE II

The general nature of the business and the objects and purpose to be transacted and carried on are to do any and all things allowed and permitted to be done by corporation under the Statutes of the State of Florida, and to do any and all of the things hereinafter mentioned as fully and to the same extent as natural persons might or could do, to-wit:

(a) To provide Recording of music, and all music services to singers and artist.

(b) To subscribe for, invest in, purchase or otherwise acquire to own, hold, sell, exchange, pledge or otherwise dispose of, securities of every nature and kind, including without limitation, all types of stocks, bonds, debentures or obligation or evidences of indebtedness or ownership or participation issued or created by any and all associations, trust or corporation, public or private whether created, established or organized the laws of the United State, any of the States, or any territory or district or colony or possession thereof, or under the laws of any foreign country, and also foreign and domestic government and municipal obligation, bank acceptances, commercial paper and secured call loans; to

pay for the same in cash or property or by the issue of stock, bonds or notes of this Corporation otherwise; and while owning or holding any such securities, to exercise all the rights, powers and privilege of a stockholder or owner, including the right to transfer and convey the said stock or other securities to one or more persons, firms, associations or corporations subject to voting trust or other agreements placing in such persons voting or other powers in respect of said stocks or other securities; to borrow money or otherwise obtain credit and to secure the same by mortgaging, pledging or otherwise subjecting as security the assets of this Corporation.

(c) To build, erect, construct, purchase, hire or otherwise acquire, own, provide, establish, hold, work, develop, sell, convey, lease, mortgage, exchange, improve and otherwise deal in and dispose of real estate and real property and all other kinds of property of whatsoever nature, whether real, personal or mixed, or any interest or rights therein without limits the amounts; buy, sell assign, convey and cancel liens upon personal property and real estate of every kind and nature whatsoever; to act as broker or agent for the purchase, sale, leasing and management of real estate, and the negotiating of loans thereon; to borrow and lend money and to negotiate loans; to draw endorse, accept, discount, and delivery bills of exchange, promissory notes, bonds, debentures, and other negotiable instruments of whatsoever nature, and secure the same by mortgage on its property or otherwise; to issue on commission, subscribe for, take acquire, hold, exchange and deal in shares, stocks, obligations, or securities of any government or authority, individual or corporation.

(d) To carry on the business of a holding company and to purchase and acquire any mercantile or commercial business, trade or enterprise permitted by the laws of the State of Florida, and to own, hold, operate, maintain, use, sell, or otherwise dispose of the same; to enter into or engage in any such business, trade or enterprise

(e) To make and carry out contracts for building, erecting improving and repairing buildings, structures, improvements, warehouses, docks, bridges, bulkheads, sea walls, fills and

structures of every kind and nature whatsoever; to build, construct or repair roads, bridges, wharves, sea walls, sidewalks, ditches, drains bulkheads and in connection therewith, to use any appliance or appliances, dredge or equipment of whatsoever nature for the purpose of so doing; to carry on in any and all of its respective branches and the business of general contracting of whatsoever nature; to own and operate boats, boat lines, bridges and dredges; to make, deepen or widen channels or canals; to fill in low ground, to buy, sell, manufacture, trade and deal in machinery, tools and in steel, iron, plaster, granite, implements, stone, brick, lumber, shell, sand and every kind of building materials and supplies whatsoever; to make all manner of river and harbor improvements; to engage in the building of buildings and repairing of vessels, ships, boats, crafts and to do all manner of marine constructions.

(f) To engage in the sales and commissions business in the representations of factories, wholesalers and business which require the use and services of a sale and commissions agency, and to do all things necessary in connection with the operation of a sale and commissions agency; as well as to engage in other similar and allied business incidental to a sale and commissions agency, which said agency will operate both within and without the continental limits of the United States of America.

(g) To own, conduct, operate and maintain a store or stores or distribution centers, warehouses, lofts, lots, storage buying, selling or otherwise dealing in building supplies and equipment incidental to the construction business.

(h) To own, buy, sell, lease, exchange or otherwise deal in real estate and personal property; to mortgage, sell and convey the same; to negotiate, purchase, hold and sell mortgage, stocks, bonds and other securities and personal property; to invest money in real state for itself or for other parties; to build, furnish, equip, construct and repair buildings and to carry on the general contracting and construction business; to have all the powers conferred upon such corporation to carry on any business in connection with the incident to the foregoing under the laws of the State of Florida or any other State.

(i) Generally, to make and perform contracts of any kind and description, and for the purpose of attaining any of the objects of the Corporation, to do and perform any other act or things and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which are now, or

hereafter may be authorized by law, and generally do and perform any and all things necessary or incidental to the performing or carrying out of the powers hereinabove specifically delegated or implied.

#### ARTICLE II

The stock of the Corporation shall be divided into Five Hundred (500) shares of stock of no par value per share, all of one class, namely, Common Stock, and having an aggregate no par value. All said stock shall be payable in cash, property, labor or services at the just valuation to be fixed by the Board of Directors at a meeting called for the 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

The amount of capital with which the Corporation shall begin business shall be no less than One Hundred Dollars (100.00).

#### ARTICLE V

The principal place of business of the Corporation shall be 11820 NE 174 Street N. Miami Beach, Florida, with the privilege of having branch offices within and without the State of Florida.

#### ARTICLE VI

This Corporation shall have perpetual existence

#### ARTICLE VII

The name and post office addresses of the first Board of Directors of the Corporation, who shall hold office for this year, or until their successors are chosen, shall be: 12905 S.W. 52 Street, Miami Fl. 33134

Director: Jordi J. Lopez

Director: Antonia M. Lopez

ARTICLE VIII

The number of Directors of the Corporation shall be:  
Two(2)

ARTICLE IX

The names and Post Office address of the President, Secretary and Treasurer, who shall hold office until their successors are elected or appointed or have qualified are:

President:Jordi Lopez	Sec,Trea,Antonia Lopez
11820 NE 174 St.	11820 NE 174 Street
N.Miami Beach Fl.33162	N.Miami Beach Fl.33162

ARTICLE X

The name and Post Office addresses of each subscriber and the number of shares of stock which each agrees to take are:

Two Hundred and fifty Shares Jordi J.Lopez

Two Hundred and fifty Shares:Antonia M.Lopez

Total Shares: Five Hundred (500) Shares,all of the proceeds of which will amount to at least Five Hundred Dollars (500.00)

IN WITNESS WHEREOF, we have hereunto set our hands and  
 seals and acknowledge to be filed in the office of the Secre-  
 tary of State the foregoing Certificate of Incorporation,  
 this 15 day of January 1995.

*Jordi J Lopez* (Seal) \_\_\_\_\_ (Seal)  
*Antonia M Lopez* (Seal) \_\_\_\_\_ (Seal)

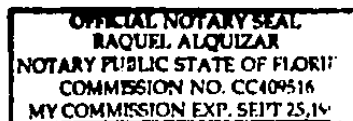
COUNTY OF DADE        )  
                                       ) SS.  
 STATE OF FLORIDA )

BEFORE ME, the undersigned authority, duly authorized to  
 administer oath and take acknowledgements, personally appeared  
 Jordi J Lopez and Antonia M. Lopez:  
 And each severally acknowledge before me that they signed the  
 foregoing Certificate of Incorporation for the purpose there in  
 expressed.

Witness my hand and official seal at the City of Miami  
 County of Dade State of Florida, this 11. day of March  
 1995

*Raquel Alquizar*  
 \_\_\_\_\_  
 NOTARY PUBLIC, STATE OF FLORIDA  
 AT LARGE.

My Commission expires:





CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON FROM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES THE FOLLOWING IS SUBMITTED:

FIRST THAT: Intersong Inc.  
(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF N. Miami Beach STATE OF FLORIDA HAS NAMED Antonia M. Lopez

\_\_\_\_\_  
(NAME OF THE REGISTERED AGENT)

LOCATE AT 11820 NE 174 St N. Miami Beach Fl 33175  
(STREET ADDRESS AND NUMBER OF BUILDING, POST OFFICE BOX ADDRESSES ARE NOT ACCEPTABLE)

CITY OF N. MIAMI BEACH, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE *Carlo Lopez*

(CORPORATE OFFICER)

TITLE President

DATE 3/11/95

HAVING BEEN NAMED TO ACCEPT SERVICES OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE. I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE *Antonia Lopez*

(REGISTER AGENT)

DATE 3/11/95

P95000021474

Bruce D. Green, P.A.  
ATTORNEY AT LAW

August 20, 1997

FILED  
97 AUG 25 PM 3:39  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Re: Intersong, Inc.

100002276381--6  
-08/25/97--01127--005  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

To Whom It May Concern:

Enclosed herein you will find the original and one (1) copy of the Articles of Dissolution along with my trust account check in the amount of \$35.00 as and for filing fees due in this regard. Please return an acknowledgment of filing to me at your earliest opportunity. I have enclosed an envelope for your convenience.

Thank you for your assistance in this regard.

Very truly yours,

*Bruce D. Green* /S/  
Bruce David Green

BDG:jdf  
Enclosures

Voldis

VS SEP 4 1997

ARTICLES OF DISSOLUTION  
OF  
INTERSONG, INC.

FILED  
97 AUG 25 PM 3:39  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

PURSUANT to the provisions of §607.1403 of the Florida Statutes, the undersigned Corporation adopts these Articles of Dissolution.

1. The name of this Corporation is INTERSONG, INC., and the Articles of Incorporation were filed on March 16, 1995.  
2. The dissolution was authorized on May 30, 1997.

3. The dissolution was approved by the shareholders. The number of votes cast in favor of the dissolution was 1, which was sufficient for approval pursuant to law.

4. These Articles of Dissolution will take effect on June 1, 1997.

DATED at North Miami, Dade County, Florida, this 30th day of May, 1997.

By: *Antonia Lopez*

President  
Antonia Lopez

SWORN TO AND SUBSCRIBED before me in the State and County aforesaid this 30th day of May, 1997.

*Joni D Ferrer*  
NOTARY PUBLIC  
State of Florida at Large

My Commission Expires:

(  ) Personally known. or;  
( ) Provided photographic identification

