

# P95000024261

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 MAR 27 PM 1:17

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

OFFICE USE ONLY

(904) 385-6735

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

1. TOLTEC U.S.A., INC. 500001445655  
(Corporation Name) (Document #)  
-04/03/95--01025--012  
\*\*\*\*\*78.75 \*\*\*\*\*78.75
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

### EFFECTIVE DATE

3-23-95

- 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

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KON 3-27

Examiner's Initials

**EFFECTIVE DATE**

3-23-95

ARTICLES OF INCORPORATION

OF

TOLTEC U.S.A., INC.

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The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: TOLTEC U.S.A., INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1405 West 24th Street  
Miami Beach, Florida 33140-4522

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of One (\$1.00) Dollar par value each.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

ALBERTO J. PARLADE  
3850 S.W. 87 Avenue, Suite 207  
Miami, Florida 33165

ARTICLE V INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by the By-laws but shall never be less than one (1). The name and address of the initial Director of this corporation is:

ERIKA TOSO  
1405 West 24th Street  
Miami Beach, Florida 33140-4522

ARTICLE VI INITIAL OFFICERS

The names and street addresses of the initial officers of this corporation are:

ERIKA TOSO - President, Secretary & Treasurer  
1405 West 24th Street  
Miami Beach, Florida 33140-4522

ALBERTO J. PARLADE - Vice President  
3850 S.W. 87 Avenue, Suite 207  
Miami, Florida 33165

ARTICLE VII INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

ALBERTO J. PARLADE  
3850 S.W. 87 Avenue, Suite 207  
Miami, Florida 33165

ARTICLE VIII EFFECTIVE DATE

The effective date of these Articles and the date that corporate existence shall begin is March 23, 1995.

The undersigned has executed these Articles of Incorporation this 23rd day of March, 1995.

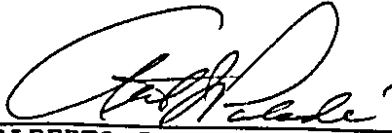
  
ALBERTO J. PARLADE, Incorporator

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: TOLTEC U.S.A., INC..
2. The name and address of the registered agent and office is:

ALBERTO J. PARLADE  
3850 S.W. 87 Avenue, Suite 207  
Miami, Florida 33165

Signature   
ALBERTO J. PARLADE, Incorporator

Date: March 23, 1995.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 STATUES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature   
ALBERTO J. PARLADE

Date: March 23, 1995.