

95000041663

LAZARUS CORPORATE INDUSTRIES, INC.
(Incorporator's Name)

890 S.W. 87 AVENUE, SUITE 16
(Address)

MIAMI, FLORIDA 33174 (305) 552-5973
(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

(904) 385-6715

OFFICE USE ONLY

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

1. ADATCH, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____ 700001502457
(Corporation Name) (Document #) -05/31/95--01102--003
****122.50 ****122.50
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time 2:10 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

95 MAY 26 PM 3:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

5006

Examiner's Initials

ARTICLES OF INCORPORATION
OF
ADAJCH, INC.

FILED
25 MAY 26 PM 3:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

I, the undersigned, in order to form a corporation under and pursuant to the provisions of the Laws of Florida for the purposes set forth below, hereby subscribe to these Articles of Incorporation.

I

The name of the corporation shall be ADAJCH, INC.

II

The purpose and general nature of the business to be conducted and transacted by the corporation shall be as follows:

A. To do and transact any and all business as permitted under the laws of the State of Florida and the United States of America.

B. To purchase for investment and resale, and to traffic in land, property, houses and buildings and other property of any nature. To create, sell and deal in freehold and leasehold ground rents. To make advances upon the security of land or houses or other property. To deal in any manner with real and personal property.

C. To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, and other negotiable instruments, including bonds, debentures, or other

obligations of this corporation, whether secured by mortgage pledge, or otherwise, or unsecured, for money borrowed, or in payment for property purchased or acquired, or for other lawful objects.

D. To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of capital stock, or any bonds, securities, or other evidences of indebtedness, created by any corporation and while owner of such stock or evidence of indebtedness, to exercise all of the rights, powers and privileges of ownership, including the right to vote according to the rights of said instruments and agreements.

E. To purchase, hold, sell and transfer shares of its own capital stock; subject, however, to such limitations as may be provided by law; and provided further, that shares of its own capital stock owned by the corporation shall not be voted upon directly or indirectly nor counted as outstanding for the purpose of any stockholder's quorum or vote.

Without limiting any of the purposes, powers and objects of this corporation, it is expressly declared and provided that this corporation shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of the objects hereinabove specified, to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the Laws of Florida upon corporations, and which a partnership or natural person could

do and exercise, and which now or hereafter may be authorized by law.

III

The number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares at \$1.00 par value.

IV

The amount of capital with which this corporation shall begin business shall be \$100.

V

The existence of this corporation shall be perpetual.

VI

The principal office of this corporation shall be located at 12600 S.W. 30th Street, Miami, Florida 33175.

VII

The Board of Directors of this corporation shall consist of not less than one and not more than four members.

VIII

The names and addresses of the first Board of Directors as well as the Incorporators who shall, subject to these Articles of Incorporation, By-Laws, and the laws of Florida, hold office for the first year of the corporation's existence, or until their successors shall have been elected and qualified, is as follows:

DELIA VASQUEZ DE CASTELLON

12600 S.W. 30th Street
Miami, Florida 33175

IX

The registered agent and the registered office for this corporation is:

DELIA VASQUEZ DE CASTELLON 12600 S.W. 30th Street
Miami, Florida 33175

X

The names and addresses of each subscriber to these Articles of Incorporation, and the number of shares of stock each agrees to take, the total aggregate amount of which shall be the sum of \$100 the amount of capital with which this corporation shall begin business.

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARE</u>	<u>AMOUNT</u>
DELIA VASQUEZ DE CASTELLON	12600 S.W. 30th St. Miami, FL 33175	100	\$100.00

XI

The officers of the corporation until the first meeting of the corporation Board of Directors, or until successors are elected, shall be:

DELIA VASQUEZ DE CASTELLON, President, Secretary, Treasurer

XII

This corporation shall be initially governed by the stockholders, notwithstanding other provisions of these Articles of Incorporation. At the discretion of the initial sole stockholder or the successor of all shares of the stockholder, or when there

are two or more stockholders owning stock in the corporation, at a meeting held for that purpose, stockholders may elect to operate with a Board of Directors and officers as provided elsewhere in these Articles of Incorporation. At such time there shall be elected a minimum of one director who shall hold office for one year after their election or until their successors are elected or appointed and have qualified. The stockholders shall also elect such persons to fill the offices of: PRESIDENT, VICE PRESIDENT, SECRETARY, TREASURER, and such other offices as are permitted by the By-Laws of the corporation. The officers shall serve for one year after their election or until their successors are elected or appointed and have qualified. The manner and form of electing or appointing officers and directors shall be set out in the By-Laws.

XIII

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.


DELTA VASQUEZ DE CASTELDON, REGISTERED AGENT

IN WITNESS WHEREOF, I have hereunto made, subscribed

and acknowledged these Articles of Incorporation.

Delia Vasquez de Castellon
DELIA VASQUEZ DE CASTELLON

STATE OF FLORIDA)

COUNTY OF DADE)

I hereby certify that on this date personally appeared DELIA VASQUEZ DE CASTELLON who produced a FL Drivers License #V220-176 as identification, and who did take an oath, to me known to be the same described in and who executed these Articles of Incorporation and acknowledged the Articles to be the act and deed of the subscribers and that the facts set forth therein are true. 47-786

WITNESS my hand and seal at Miami, Dade County, Florida, this 23 day of May 1995.

Sign: *Magaly Garcia*

Print: Magaly Garcia

State of Florida at Large
(Seal)

Commission Number:

My Commission Expires



MAGALY GARCIA
My Commission CC299281
Expires Mar. 19, 1997
Bonded By HAI
800-422-1555

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 MAY 26 PM 3:00

FILED