

P9600004678

LAZARUS CORPORATE INDUSTRIES, INC.
 (Requestor'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

400001583574
 -01/12/96--01005--017
 ****122.50 ****122.50

OFFICE USE ONLY

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

1. VENAMER OFIMERSA S.A. INC.
(Corporation Name) (Document #)
2. Combined Names S.A. Inc.
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

Walk in Pick up time 9:00

Certified Copy

Mail out Will wait Photocopy

Certificate of Status

RECEIVED
 96 JAN 12 PM 12:13
 DIVISION OF CORPORATION

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

789-510-6711
 W96-1067

Examiner's Initials JP

01/16/96



RECEIVED

16 JAN 16 PM 2:39
FLORIDA DEPARTMENT OF STATE
Sandra B. Morton, Secretary of State
DIVISION OF CORPORATION

January 12, 1996

LAZARUS CORPORATE INDUSTRIES, INC.
890 SW 87 AVENUE #16
MIAMI, FL 33174

SUBJECT: VENAMER OFIMERSA S.A. INC
Ref. Number: W9600001067

We have received your document for VENAMER OFIMERSA S.A. INC and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please provide an English translation for the entity's name in your cover letter.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 496A00001789

ARTICLES OF INCORPORATION

OF

VENAMER OFIMERSA S.A. INC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JAN 16 PM 3:56

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: **VENAMER OFIMERSA S.A. INC**

The principal place of business of this corporation shall be: **7370 N.W 36 St.
MIAMI FL 33166**

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:
200 SHARES COMMON \$1.00 Per value

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

**JUAN F. PESTANA
7370 N.W 36 ST
MIAMI FL 33166**

**PREPARED BY JUAN F. PESTANA
7370 N.W 36 St.
MIAMI FL 33166**

ARTICLE VI INCORPORATOR(S)

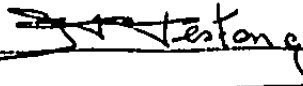
The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

JUAN F. PESTANA
7370 N.W 36 St.
MIAMI FL 33166

PREST.

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 11 day of JANUARY, 1996

Signature(s) of Incorporator(s)



**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the 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: VENAMER OFIMERSA S.A. INC

2. The name and address of the registered agent and office is: JUAN. F. PESTANA
7370N.W 36 ST

MIAMI FL 33166 (P.O. BOX NOT ACCEPTABLE)

(CITY/STATE/ZIP)

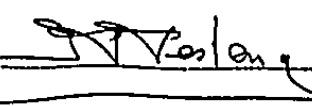
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN 15 PM 3:56

SIGNATURE 
(corporate officer)

TITLE PRESIDENT

DATE 1.11.96

HAVING BEEN NAMED TO ACCEPT SERVICE 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE 

DATE 1.11.96

REGISTERED AGENT FILING FEE: