

P 960000 776 18

LAZARUS CORPORATE INDUSTRIES, INC.
Requestor's Name

890 S.W. 87 AVENUE SUITE 116
Address

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

LOCAL REPRESENTATIVE TALLAHASSE

FLORIDA SECRETARY OF STATE
CORPORATION DIVISION
*****122.50 *****122.50

Office Use Only

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

1. John & Alex Fashions, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in
 Pick up time 5:00
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	Non-profit
<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

SEP 13 11:17
 SEP 19 11:05 AM
 50879 19 11:05 AM
 50879 19 11:05 AM

Secretary of State
Bureau of Corporate Records
P.O. Box 6327
Tallahassee, Florida 32314

REF: JOHN & ALEX FASHIONS, INC.
9805 N.W. 80 AVE - BAY 13
HIALEAH GARDENS, FL 33016

Dear Sir:

I'm enclosing originals and one copy of the Articles of Incorporation of the Corporation in reference, together with a check in the amount of \$122.50, which covers the following:

Filing Fees: \$35.00

Certified Copy: \$52.50

Resident Agent: \$35.00

Please acknowledge receipt of the above at your earliest convenience and return to this office certified copy of said Articles.

Sincerely yours,

Sept. 16, 96

STATE OF FLORIDA
LL

CERTIFICATE OF INCORPORATION

ARTICLE ONE

NAME

The name of this corporation shall be: JOHN & ALEX FASHIONS, CORP.

ARTICLE TWO

NATURE OF BUSINESS

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

ARTICLE THREE

TERMS OF EXISTENCE

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

The date on which corporate existence shall begin is:

Date of Incorporation: September 16, 1996

ARTICLE FOUR

MINIMUM CAPITAL

This amount of capital with the Corporation shall begin business, shall not be less than \$500.00 (Five Hundred) or such greater amount as may be required by laws.

ARTICLE FIVE

NUMBER OF DIRECTORS

The stockholders of the Corporation may, from time to time and at time increase or diminish the size of the Board of Directors of this Corporation, provided that the Corporation shall at all times a minimum of one Director.

ARTICLE SIX

CLASSES OF DIRECTORS

The By-Laws of this corporation may provide that the Directors be divided into two or more classes whose terms of office shall respectively expire at different times, provided that no such term shall continue longer than (3) years, and provided further that at least one (1/4) in number of the Directors shall be elected annually.

ARTICLE SEVEN

AMENDMENT

This Certificate of Incorporation may be in any amended in any manner consistent the laws of the State of Florida.

ARTICLE EIGHT

CAPITAL STOCK

This Corporation is authorized to issue shares of stock as follows:

- A. Designation: The stock of this Corporation shall be known as Common Stock.
- B. Authorized: The maximum number of share of Common Stock that this Corporation may issue is 100.
- C. Par Value: Each share of common Stock shall have the par value of \$5.00.
- D. Consideration. Shares of Common Stock may be issued in exchange for Cash, real state property, labor or service rendered, or any combination for the foregoing. In the absence of fraud in the transaction, the judgement of the Board of Directors as to the value of any such consideration shall be exclusive

E. Non-accessibility: Each share of Common Stock shall be issued in exchange for consideration which is at least equal to the par value thereof, and shall be fully paid and non-assessable.

F. Voting Rights: Each share of Common Stock entitles the record holder thereof to one upon each proposal presented at meetings of the shareholder of the Corporation.

G. Cumulative Voting: No holder of Common Stock shall be entitled to right cumulative voting.

H. Dividend: Record holders of Common Stock are entitled to receive their pro-rata share of any dividends that may be declared by the Board of Directors out assets legally available for such purpose.

I. Liquidation Right: Holder of Common Stock are entitled, in the event of the liquidation of dissolution of this Corporation remaining after payment of all corporate debts and obligations.

ARTICLE NINE

SPECIAL VOTING PROVISIONS

The occurrences enumerated in the Articles shall not be authorized, nor shall they have any force or effect, unless assented to in writing by holders of the required percentage of this Corporation's stock entitled to vote at the time of the proposal of any such occurrence, the required percentage shall be as follows:

1. Amendment of this Certificate of Incorporation:
Required Percentage : 51%.
2. Sale, lease or exchange all this Corporation's property or assets of this Corporation essential to the business of this Corporation:
Required Percentage: 51%
3. Merger or consolidation, of this Corporation into or with any other Corporation:
Required Percentage: 51%.
4. Voluntary dissolution of this Corporation:
Required Percentage: 51%

PRE-EMPTIVE RIGHTS

No holder of stock of any class of this Corporation shall be entitled as of right to purchase or subscribe for any part of the unissued stock of the Corporation of any class, or of any additional stock of any class to be issued by reason of any increase of the authorized capital stock of the Corporation, or bonds certificates of indebtedness, debentures or other securities convertible into, or carrying the right purchase, stock of the Corporation; but any such unissued stock of any class, or such additional authorized issued of new stock or of securities convertibles into, or carrying the right to purchase stock, may be issued, and disposed of the board of Directors to such persons, firms, corporations or associations, and upon such terms as the Board of Directors may in their absolute discretion determine, without offering the stockholders then of record, of any class, any thereof, on the same terms or any terms, all pre-emptive or preferential right of purchase of every kind being waived each and every stockholder.

ARTICLE TEN

STOCKHOLDERS AND DIRECTORS

The name and address of the stockholders and directors are as follows:

NAME	ADDRESS	OFFICE	SHARE	AMOUNT
Elizabeth Trujillo	5441 W. 24 Ave. #58 Hia. Gardens, FL 33016	Pres/Sec/Dir	34	\$170.00
Aracely Arias	6385 W. 24 Ave #14 Hia. Gardens, FL, 33016	Vice-Pres./Dir.	33	\$165.00
Lucia Irley Arias	6385 W. 24 Ave # 50 Hia. Gardens, FL 33016	Treasurer/Dir.	33	\$165.00

ARTICLE ELEVEN

REGISTER AGENT

The registered agent and registered office of this Corporation shall be
Elizabeth Trujillo
9805 N.W. 80 Ave - Bay 13
Hialeah Gardens, FL 33016

INDEMNIFICATION

This Corporation shall indemnify any and all its Directors, Officers, Employees or Agents, or former Directors, Officers or agents, or any person who may have served at its request as Directors, Officers, Employee or Agent of any Corporation, partnership, joint venture, trust or other enterprise in which it owns shares of Capital Stock, or of which it is a creditor, against the expenses, including the cost of any judgment, fines, settlements and council fees, actually and necessarily paid or incurred in connection with any action, suit or proceeding, whether civil, criminal, administrative or investigative (and any appeals thereof) to which to any such person or his legal representative may be made a party, or may be threatened to made party, by reason of his alleged acts or omission while being or having been such Director, Officer, Employee or agent, provided it shall not be determined by a final determination thereof of the merits that such Director, Officer, Employee or agent was in any substantial way derelict in the performance of duties, or provided, that such action, suit or proceeding shall be settled without a final determination on the merit and it shall be determined that such Director, Officer, Employee or Agent had not in any substantial way been derelict in the performance of this duties as changed therein, such determination to be made by majority of the members of Board of Directors of this Corporation who were not parties to such, action suit or proceeding, though less than quorum, or by any one or more distrusted person to whom the question may be referred by the Board of Directors. The foregoing right or indemnification shall not be exclusive of any rights to which any Directors, Officers Employee or Agent may entitled as matter of law or which may be lawfully granted to him.

SUBSCRIBER INITIAL DIRECTOR AND
INITIAL PRINCIPAL OFFICE

The undersigned individual a United States resident, competent to contract, executes this Certificate of Incorporation as its sole subscriber and Director until his successors have qualified, following their election or appointment. The street address in Florida of the Principal Office of this Corporation. The Corporation may change its principal office at any time.

Subscriber/Director: Elizabeth Trujillo, Aracely Arias, Lucia Irley Arias

Street Address/Principal Office: 9805 N.W. 80 Ave Bay 13
Hialeah Gardens, FL 33016

In witness thereof, the undersigned subscriber does make, subscriber, acknowledge and file this certificate for the purpose of a corporation for profit under the laws of the State of Florida.

DATED: September 16, 1996

Elizabeth Trujillo
5441 W. 24 Ave #58
Hialeah, FL 33016

President/Secretary/Director

Aracely Arias
6385 W. 24 Ave #14
Hialeah, FL 33016

Vice-President/Director

Lucia Irley Arias
6385 W. 24 Ave #50
Hialeah, FL 33016

Treasurer/Director

Elizabeth Trujillo Aracely Arias Lucia Irley Arias
T24-220-58-648-0 A620-060-18-625-0 A-620-524-59-721-

STATE OF FLORIDA
COUNTY OF DADE

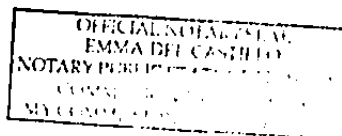
Before me, the undersigned authority, personally appeared to me well know and how to me to be the individual described in and who executed the foregoing Certificate of Incorporation, and who acknowledge before me that the same was executed for the purpose therein expressed.

IN WITNESS THEREOF, I have hereunto affixed my hand and official seal at Miami, Florida:

Dated: September 16, 1996

Emma Del Castillo
EMMA DEL CASTILLO

My Commission Expires:



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

The Pursuance of Chapter 48.091, Florida Statutes the following is submitted in compliance with said Act:

That: JOHN & ALEX, CORP.

Desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation in the City of Miami, County of Dade, State of Florida, has named:

ELIZABETH TRUJILLO

as its agent accept service of process with this State.

Having been named to accept service of process for the above name Corporation, at the place designated in 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.

By: Elizabeth Trujillo
ELIZABETH TRUJILLO
RESIDENT AGENT.

FILED
MAY 13 11 16
TALLAHASSEE, FLORIDA

P96000077618

JOHN & ALEX FASHIONS, CORP.
9805 N.W. 80TH AVENUE, BAY 13B
HIALEAH GARDENS, FL 33016
Telephone (305) 512-9090

Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

REF: John & Alex Fashions, Corp.
Document No P96000077618

To Whom It May Concern:

This letter is to inform you that I have had lots of difficult in reference to my business address and for this reason I have not received my renewal form.

Correct Address:

John & Alex Fashions, Corp.
9805 N.W. 80th Avenue, Bay 13B
Hialeah Gardens, FL 33016

If you have any questions, please do not hesitate to call me at (305) 512-9090.

Sincerely yours,

Elizabeth Trujillo,
President.

KS '10'

P96000077618

Elizabeth Teujilla
9805 NW. 80 AVE BAY 13 B
Hialeah Fl. 33016

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-02/11/97--01021--012
*****35.00 *****35.00

Office Use Only

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

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

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

NEW FILINGS	
<input 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 checked="" 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
 07 FEB 27 AM 11:00
 STATE DEPARTMENT OF STATE
 TALLAHASSEE, FLORIDA
 SH 2/28

Examiner's Initials	
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 14, 1997

Elizabeth Trujillo
9805 N.W. 80th Ave.
Bay 13B
Hialeah, FL 33016

SUBJECT: JOHN & ALEX FASHIONS, CORP.
Ref. Number: P96000077618

We have received your document for JOHN & ALEX FASHIONS, CORP. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

Please list the name and address of the new registered agent in Section 3 and have them sign accepting the designation at the bottom of the document.

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) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 597A00008049

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: John & Alex Fashions, Corp.

1b. The mailing address of the corporation is: 9805 NW 80 AVE
BAY 13 B Highland Gardens, FL 33016

1c. Date of Incorporation: 9/16/96 Document number: 65-0694296

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

ELIZABETH TRUJILLO
9805 NW 80 AVE BAY 13 B
Highland Gardens, FL 33016

FILED
7 FEB 27 AM 11:00
TALLAHASSEE, FLORIDA

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

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.

Elizabeth Trujillo
(Signature of an officer, chairman or vice chairman of the board)

2/6/97
(Date)

Elizabeth Trujillo
(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.

Elizabeth Trujillo
(Signature of Registered Agent)

2/6/97
(Date)

If signing on behalf of an entity:

Elizabeth Trujillo
(Typed or Printed Name)

(Capacity)