# 90 S.W. 87 AVENUE, SUITE: 16 Address 80000223**7018--**-07/14/97--01050--022 MIAMI, FLORIDA 33174 (305)552-5973 City/State/Zip Phone # LOCAL REPRESENTATIVE TALLAHASSEE Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): 1. DESIGNERS, (Corporation Natio) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Certified Copy Walk in Pick up time 200 Will wait Certificate of Status Photocopy Mail out dew fillings AMENDMENTS Profit Amendment Resignation of R.A., Officer/ Director 16225 16225 16225 16225 PECEIVED ALION SECURIORATION ALION SECURIO NonProfit Change of Registered Agent **Limited Liability** Dissolution/Withdrawal Domestication Other Merger OTHERELINGS REGISTRATION/ OUALIFICATION **Annual Report** Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other

Examiner's Initials

CR2E031(1/95)



#### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

July 14, 1997

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

SUBJECT: DESIGNERS, INK. Ref. Number: W97000016228

We have received your document for DESIGNERS, INK. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filling will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6925.

Letter Number: 997A00036025

Brenda Baker Corporate Specialist

#### CERTIFICATE OF INCORPORATION

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#### DESIGNERS. IN C.

97 JUL 15 PN 3: 27
SECRETARY LESTATE
TAIL AHASSEF FLORID

We, the undersigned subscribers to these Articles of Incorporation natural persons competent to contract from a Corporation the Laws of the State of Florida.

# ARTICLE I, NAME OF CORPORATION:

The name of the corporation shall be **DESIGNERS**, INC.

### ARTICLE II, GENERAL NATURE OF THE BUSINESS:

The general nature of the business and the object and purpose to be transacted and carried are:

To conduct business not prohibited by the Laws of the United States and State of Florida.

To conduct business to have one or more officers in buy, sell, import, export, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights and licenses, in the State of Florida and in other countries to conduct debts and borrow money, issued and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfer or corporate properties, or instruments to secure the payments of corporate indebtedness as require.

To purchase the Corporate assets or any other Corporation and engage in the same or other character of business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other State or government and while owner of such stock to exercise all rights, powers and privileged of ownership, including the right to vote such stock.

## ARTICLE III, CAPITAL STOCKS

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 100 shares at \$ 1.00 per share. Such stocks may be issued by the Corporation from time to time for such consideration as may be fixed by the board of Directors thereof, and may be paid in cash, labor or services.

### ARTICLE IV, INITIAL CAPITAL:

The number of shares with which this Corporation shall commence business is not less than 100 common stock, and the amount of capital with which this Corporation shall commence business will not be less than One Hundred Dollars (\$ 100.00).

#### **ARTICLE V, TERM:**

The Corporation shall continue perpetually, unless sooner dissolved according to laws.

#### ARTICLE VI, PRINCIPAL PLACE OF BUSINESS:

The initial place of business of said Corporation in this State shall be 7917 SW 104 Street Apt. F-201, Miami, Florida 33156. But the Board of Directors may from time to time, move the principal place of the office to any other address in the State of Florida.

# ARTICLE VII, DIRECTORS:

The business of the Corporation shall be conducted by the Board of Directors, and the number of which Directors shall be fixed by the Stockholders at any regular or called meeting, but the number of Directors shall not be less than one. A majority of the Board shall constitute the quorum. The members of the Board of Directors shall be elected at the annual meeting of Stockholders, and the several officers, as the case may provide for in the by-laws, shall be elected by the Board of Directors at the meeting held immediately after the adjournment of the annual stockholders meeting.

# ARTICLE VIII, FIRST BOARD OF DIRECTORS:

The name and office address of the members of the First Board of Directors, who, subject to the provisions of the Certificate of Incorporation, the by-laws of the Corporation and the Statutes of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors have been elected and qualified, are as follows:

George Gonzalez 7917 SW 104 Street Apt. F-201 Miami, Florida 33156

# **ARTICLE IX, SUBSCRIBERS:**

The proceeds of the stock subscribed for will be at least as much as the amount necessary to begin business. The name and place of residence of the Subscriber to the capital stock and the number of the shares subscribed for are as follow:

GEORGE GONZALEZ
7917 SW 104 STREET APT. F-201
MIAMI, FLORIDA 33156
100 Shares at \$ 1.00 per
Shares = \$ 100.00

## ARTICLE X, OFFICERS:

The names and post office addresses of the incorporator, who subject to the provisions of this Certificate of Incorporation, the by-laws of the Corporation and the statutes of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors have elected and qualified, are as follows:

GEORGE GONZALEZ
President/Secretary/Treasurer
7917 SW 104 Street Apt. F-201
Miami, Florida 33156

## ARTICLE XI, AMENDMENT:

These Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at the Stockholders' meeting by majority of the stocks entitled to vote thereon, unless all Directors and all Stockholders sign a written statement manifesting their intention that certain amendments of these Articles of Incorporation be made.

We, the undersigned, being the or above name for the purpose of formin Act of 1925, and all amendments here are true and do respectively agree to	ig a Corporation to do l eto, to make and file th take the number of sha	business within and is Certificate hereb	d without the State of Flori y declaring that the facts h above set forth, and have a	da, General terein stated
set our hands and seal on this	// day of	July	1997.	
GEORGE GONZALEX Præsident/Søtretary/Treasurer	<del> </del>			
STATE OF FLORIDA) )ss COUNTY OF DADE )				
I, HEREBY CERTIFY THAT, on this day of Dade to take acknowledgment, pe in and who execute the foregoing Art WITNESS MY HAND AND OFFICIAL DAY OF	rsonally appeared GEO ticles of Incorporations	RGE GONZALEZ to	be the persons described a	
	HOTAR	TELOMO P	ordo  OF FLORIDA AT LARGE	
	in i	I I OULIO, SIAIL (	NITEORIUM MI EMMUR	

OFFICIAL NOTARY SEAL
SOCORRO PRADO
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC334014
MY COMMISSION EXP. NOV. 12,1997

My Commission Expires:

CERTIFICATE DESIGNING OF BUSINESS OF DOMICILE FOR THE SERVICE WITHIN THIS STATE, NAMING AGENT UPON PROCESS MAY BE SERVED.

In pursuance of Chapter 48,901, Section 607, 164 Florida Statutes, the Following is submitted, in the compliance with said act: FIRST: DESIGNERS, INC. desiring to organized under Laws of the State of Florida, with the principal

Office, as indicated in the Articles of Incorporation, at the City of Miami, County of Dade, State of Florida, has named George Gonzalez located at 7917 SW 104 Street Apt. F-201 Miami, Florida 33156
To be process within this State.

# ACKNOWLEDGMENT:

Having been named to accept services of process for the above stated Corporation at place designated in this 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.

George Gonzalez Registered Agent

97 JUL 15 PH 3: 2: SECRETARY OF STATE ULLAHASSEE FI OPIN