

P95000032723

FILED STATE
DIVISION OF CORPORATIONS
95 APR 26 PM 2:14

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

890 S.W. 87 AVENUE, SUITE 116
(Address)

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

LOCAL REPRESENTATIVE TALLAHASSEE

(904) 385-6735

OFFICE USE ONLY

EFFECTIVE DATE
5-1-95

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

1. LU-AL INC.
(Corporation Name)

400001468814
-05/01/95--01021--024
****122.50 ****122.50

2. _____ (Document #)

3. _____ (Document #)

4. _____ (Document #)

5. _____ (Document #)

6. _____ (Document #)

7. _____ (Document #)

☒ Walk in ☒ Pick up time 9:00

☐ 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

Examiner's Initials

4-26
Kan

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

I.
The name of this corporation is:

LU-AL INC.

EFFECTIVE DATE

5-1-95

II.
This corporation is authorized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

III.
This corporation is authorized to issue 1000 share of 1.00 par value common stock, which shall be designated as "common shares". All of said stock shall be payable in cash, property (real of personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

IV.
Except by otherwise provided by Law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

V.
This corporation shall commence its existence on the 1st day of May, 1995 and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLES OF INCORPORATION

VI.

Every shareholder, upon the sale for cash of any new stocks of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

VII.

The street address of the initial office of this corporation is 1421 NE 202 ST. Miami, FL 33179 and the name of the initial registered agent is GIOVANNI ATTARDI CONTI whose address is 1421 NE 202 ST Miami, FL 33179.

VIII.

This corporation shall have at least one director initially with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall by a majority vote, determine that the corporation be managed by the shareholders. The names and addresses of the initial directors of this corporation are: Giovanni Attardi Conti
1421 NE 202 St Miami, FL 33179

IX.

The names and addresses of the persons signing these Articles of Incorporation are: Giovanni Attardi Conti
1421 NE 202 St Miami, FL 33179

ARTICLES OF INCORPORATION

XI.

The corporation shall indemnify any officer or director or any former officer or director, to the fullest extent permitted by law either now existing or hereafter enacted.

XII.

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors of officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such corporation or who it is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of his corporation which shall authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

XII.

The private of the stockholders shall not be subject to the payment of the corporate debts to any extent whatever. The corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the corporation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 25 day of April, 1995

SUBSCRIBER

SUBSCRIBER

STATE OF FLORIDA)
SS:
COUNTY OF DADE)

BEFORE ME, A Notary Public authorized to take acknowledgements in the State of Florida, County of Dade, personally appeared , Giovanni Attardi Conti known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledge before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State of Florida and County of Dade, this 25 day of April , 1995 .

NOTARY PUBLIC, State of Florida

LAZARO R. DIAZ
Notary Public, State of Florida
My Comm. Expires JULY 30, 1998
No. CC 377427
Bonded thru Official Notary Service

My commission expires:

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

SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 APR 26 PM 2:14

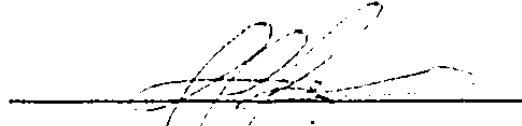
In pursuance of Chapter 607.34 Florida Statutes, the following is
submitted, in compliance with said Act:

First - That LU-AL INC. desiring to
organize under the laws of the State of Florida with its principal
office, as indicated in the articles of incorporation at the City
of Miami County of Dade , State of Florida has
named GIOVANNI ATTARDI CONTI, 1421 NE 202 Street City of
Miami , County of Dade State of Florida, as its agent
to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above state
corporation, at place designated in this certificate. I hereby
accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.

By



Signature Registered Agent

P9500032723

Requestor's Name

LU-AL, INC.
35 NE 40th STREET
SUITE G9
MIAMI FL 33137

200001749762

-03/19/96--01126--008

*****35.00 *****35.00

Office Use Only

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 _____

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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
MAR 19 PM 12:00
TALLAHASSEE, FLORIDA

AMEND
CFC
3-25

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
96 APR 19 PM 12:00
TALLAHASSEE, FLORIDA

LU-AL INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

VII . THE STREET ADDRESS OF THIS CORPORATION IS
35 NE 40th STREET SUITE # G9
MIAMI FL 33137 AND NAME OF THE INITIAL
REGISTERED AGENT IS GIOVANNI ATTARDI CONTI
WHOSE ADDRESS IS 35 NE 40th STREET SUITE # G9
MIAMI FL 33137.

VIII CHANGE OF ADDRESS AS MENTIONED ABOVE.

IX CHANGE OF ADDRESS AS MENTIONED ABOVE.

CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED
(CHANGE OF ADDRESS AS MENTIONED ABOVE)

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: _____

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient
for approval by _____"
voting group

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 9th of MARCH, 19 96.

Signature _____

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

GIOVANNI ATTARDI-CONTI.
Typed or printed name

PRESIDENT & SECRETARY - INC.
Title