

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 322-8870 • 1-800-342-8062 • Fax (850) 322-1272

Lazarus Trucking
Inc.

Please
Refund
Overpayment!

Signature _____

Requested by: BSO

Name

Date 1/23/01

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<input type="checkbox"/>	RA Resignation	
<input type="checkbox"/>	Dissolution / Withdrawal	
<input type="checkbox"/>	Annual Report / Reinstatement	RECEIVED 01 JAN 23 AM 11:15 DEPARTMENT OF REVENUE DIVISION OF CORPORATIONS TALLAHASSEE, FLORIDA
<input checked="" type="checkbox"/>	Cert. Copy	
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ARTICLES OF INCORPORATION OF LAZARUS TRUCKING, INC.

We, the undersigned Incorporators, hereby associate ourselves together and make, subscribe, acknowledge and file with the Secretary of State of Florida these Articles of Incorporation for the purposes of forming a CORPORATION for profit in accordance with the laws of the State of Florida.

ARTICLE I Name and Address

The name of this corporation shall be **LAZARUS TRUCKING, INC.**

The office and mailing address of this corporation shall be:
7952 63rd Way North
Pinellas Park, Florida 33781

ARTICLE II Existence of Corporation

This corporation shall have perpetual existence.

ARTICLE III Purposes

This corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV General Powers

This corporation may have power:

- a. To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.
- b. To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property assets.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

- c. To lend money to, and use its credit to assist its officers and employees in accordance with Section 607.141 Florida Statutes (1976).
- d. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares of other interests in, or obligations of, other domestic or foreign corporations, associates partnerships, or individuals, or direct or indirect obligations of the United States or any other government, State, Territory, Governmental districts, or any municipality or of any instrumentality thereof.
- e. To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage and pledge of all or any of its property, franchise and income.
- f. To lend for its corporate purposes, invest and reinvest its funds, and take hold real and personal property as security for the payment of funds so loaned and invested.
- g. To conduct its business, carry on its operations, and have officers exercise the powers granted by the State of Florida, within or without the State.
- h. To elect or appoint officers and agents of the corporation and define their duties and fix the compensation.
- i. To make and alter bylaws, not inconsistent with the laws of the State of Florida, for the administration and regulation of the affairs of the corporation.
- j. To make donations for the public welfare or for charitable, scientific, or educational purposes.
- k. To transact any lawful business that the Board of Directors shall find will be in aid of the governmental policy.
- l. To pay and establish pension plans, profit sharing plans, stock bonus plans, stock options plans, and other incentive plans for all of its directors, officers, and employees of its subsidiaries.

- m. To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprises.
- n. To have and exercise all powers necessary to convenient or effect its purposes.
- o. To pay medical expenses for injuries and illnesses connected with employment for all officer, directors, and employees.
- p. To provide for educational courses or activities connected with the corporation for all officers, directors, and employees.

ARTICLE V **Capital Stock**

- a. The total number of shares of capital stock authorized to be issued by the corporation shall be 100 shares and shall have a par value of \$1.00 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid or in cash, or property valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purposes. All stock when issued is Section 1244 stock for a period of two years following date of incorporation and must be paid for upon receipt.
- b. In the election of direction of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

ARTICLE VI **Preemptive Rights**

The holder of the stock of the corporation shall have the preemptive right to subscribe for and purchase their proportionate share of any additional stock issued by the corporation from and after the issuance of the shares originally subscribed for by the stock holders of this corporation, whether such additional shares be issued for cash, property, services, or any other consideration, and whether or not such shares be presently authorized or be authorized by subsequent amendment to these Articles of Incorporation.

ARTICLE VII
Registered Office and Registered Agent

The street address of the corporation's initial registered office is 7952 – 63rd Way North, Pinellas Park, Florida 33781, and the name of the corporation's initial registered agent at such address is DEENA R. WOODS. The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.037 of the Florida Statutes.

ARTICLE VIII
Initial Board of Directors

The number of directors constituting the Initial board of Directors shall be one (1) and the name and address of such person who to serve as the member thereof is as follows:

DEENA R. WOODS

7952 – 63rd Way North
Pinellas Park, Florida 33781

ARTICLE IX
Incorporators


DEENA R. WOODS

7952 – 63rd Way North
Pinellas Park, Florida 33781

ARTICLE X
Amendment to the Articles of Incorporation

The corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by Statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, WE, the undersigned, have executed the Articles for the uses and purposes therein stated.


DEENA R. WOODS
President/Vice-President
Secretary Treasurer

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091 Florida Statutes, the following is submitted.

LAZARUS TRUCKING, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Pinellas Park, County of Pinellas, State of Florida, has named DEENA R. WOODS, located at 7952 – 63rd Way North, Pinellas Park, Florida 33781, as its registered agent to accept service of process within Florida.

Signature Deena R Woods
Title President
Date January 22, 2001

Having been named to accept service of process for the above named 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.

Signature Deena R Woods
Registered Agent
Date January 22, 2001

STATE OF FLORIDA)
)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority on this 22 day of January, 2001, personally appeared DEENA R. WOODS, to me well known to be the person described in and who ha signed the foregoing Articles of Incorporation and acknowledged to me that she executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official deal the date aforesaid.


NOTARY PUBLIC

My Commission Expires:



01 JAN 23 PM 2:08
SECRETARY OF STATE
TALLAHASSEE FLORIDA
FILED