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**PAUL THILEM & CO**  
**6554 NW 43<sup>RD</sup> COURT**  
**CORAL SPRINGS, FL 33067**  
**TEL. (954) 255-5435**  
**FAX (954) 255-0299**

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

800003912169--5  
-03/27/01--01066--020  
\*\*\*\*122.50 \*\*\*\*\*78.75

Name of Person to contact:	Paul Thilem
Address & Phone Number:	as above
Amount of Money Sent:	\$122.50

D. WHITE APR - 2 2001

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ARTICLES OF INCORPORATION

WE, THE UNDERSIGNED, HEREBY ASSOCIATE OUR SELVES TOGETHER FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA PROVIDING FOR THE FORMATION, LIABILITY, RIGHTS, PRIVILEGES AND IMMUNITIES OF CORPORATIONS FOR PROFIT.

ARTICLE I. NAME

THE NAME OF THIS CORPORATION SHALL BE:  
LANCE INDUSTRIES, INC.

ARTICLE II. NATURE OF BUSINESS

THIS CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND OF THE STATE OF FLORIDA.

ARTICLE III. CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME IS FIVE HUNDRED (500) SHARES OF COMMON STOCK, OF ONE DOLLAR (\$1.00) PAR VALUE.

ARTICLE IV. INITIAL CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION WILL BEGIN BUSINESS WILL NOT BE LESS THAN ONE HUNDRED DOLLARS (\$100.00).

ARTICLES V. TERM OF EXISTENCE

THE CORPORATION IS TO HAVE PERPETUAL EXISTENCE.

ARTICLE VI. ADDRESS

THE INITIAL STREET ADDRESS IN THE STATE OF THE PRINCIPAL OFFICE OF THE COPORATION SHALL BE: 6554 NW 43<sup>RD</sup> CT  
CORAL SPRINGS, FL. 33067

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THE BOARD OF DIRECTORS MAY FROM TIME TO TIME MOVE THE PRINCIPAL OFFICE TO ANY OTHER ADDRESS IN FLORIDA.

#### ARTICLE VII. INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE ONE DIRECTOR INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED BY THE BY-LAWS ADOPTED BY THE SHAREHOLDERS BUT SHALL NEVER BE LESS THAN ONE. THE NAME AND ADDRESS OF THE INITIAL DIRECTOR OF THIS CORPORATION: GEORGE ALVAREZ

333 84<sup>TH</sup> STREET APT NO.4  
MIAMI BEACH, FL 33141

#### ARTICLE VIII. INCORPORATOR

THE NAME AND ADDRESS OF THE INCOPORATORS

GEORGE ALVAREZ  
333 84<sup>TH</sup> STREET APT NO.4  
MIAMI BEACH, FL 33141

#### ARTICLE IX. BY-LAWS

THE POWER TO ADOPT, ALTER, AMEND OR REPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND SHAREHOLDERS.

#### ARTICLE X. AMENDMENT

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENT TO THEM, AND ANY RIGHT CONFERRED UPON THE SHAREHOLDER IN SUBJECT TO THIS RESERVATION.

#### ARTICLE XI. S CORPORATION

THIS CORPORATION MAY BE AN S CORPORATION AS DEFINED BY THE INTERNAL REVENUE CODE.

ARTICLE XII. REGISTERED AGENT AND REGISTERED OFFICE

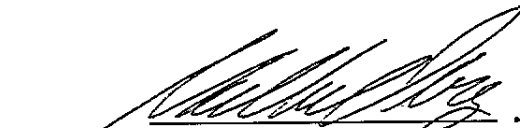
THE REGISTERED AGENT, PAUL THILEM, LOCATED AT 6554 NW 43<sup>RD</sup> COURT, CORAL SPRINGS, FLORIDA 33067, ACCEPTS THIS POSITION AS SIGNED BELOW:

  
\_\_\_\_\_  
PAUL THILEM

THE REGISTERED OFFICE WILL BE LOCATED AT 6554 NW 43<sup>RD</sup> COURT, CORAL SPRINGS, FLORIDA 33067.

  
\_\_\_\_\_  
PAUL THILEM

IN WITNESS WHEREOF, THE UNDERSIGNED, AS SUBSCRIBING  
INCORPORATORS, HAVE HERE INTO SET OUR HANDS AND SEALS  
THIS 23 DAY OF March, 01. FOR THE PURPOSE OF FORMING THIS  
CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, AND  
HEREBY MAKE AND FILE, IN THE OFFICE OF THE SECRETARY OF THE  
STATE OF FLORIDA, THESE ARTICLES OF INCORPORATION, AND CERTIFY  
THAT THE FACTS ARE TRUE.

  
GEORGE ALVAREZ



ELISE GROPPER  
COMMISSION # CC733373  
EXPIRES APR 13, 2002  
BONDED THROUGH  
ADVANTAGE NOTARY OF FLORIDA

