

P95000008804

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE INDUSTRIES, INC.

(Requestor's Name)

890 S.W. 87 AVENUE #16

(Address)

MIAMI, FLORIDA 33174 (305)552-5973

(City, State, Zip)

(Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

(904)385-6735

900001398409
-02/06/95--01058--013
***122.50 ***122.50

OFFICE USE ONLY

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

1. CHAIRS INTERNATIONAL MANUFACTURING
(Corporation Name) (Document #) CORP.
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time

2:00

☒ 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

FILED
95 FEB -2 PM 12:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

B. REGISTER FEB 2 1995

Examiner's Initials

ARTICLES OF INCORPORATION

FILED
95 FEB -2 PM 12:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of a Corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation.

ARTICLE I

The name of the Corporation is CHAIRS INTERNATIONAL MANUFACTURING CORP.

ARTICLE II

The period of duration is perpetual.

ARTICLE III

The purpose of the Corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The Corporation shall have the authority to issue 1000 Shares, all in one class, \$100.00 par value.

ARTICLE V

The principal mailing address and the registered office is 1475 W 3 AVE. HIALEAH, FL. 33010. The name of the initial registered agent is Maday Peralta Aranguren.

ARTICLE VI

The number of Directors constituting its initial Board of Directors are 4 (Four) whose names and addresses are:

Vicenzo Chiavaroli
1475 W 3 Ave.
Hialeah, Fl. 33010

Horacio Suarez Escuela
1475 W 3 Ave.
Hialeah, Fl. 33010

Franco Rafael Mele
1475 W 3 Ave.
Hialeah, Fl. 33010

Maday Peralta Aranguren
1475 W 3 Ave.
Hialeah, Fl. 33010

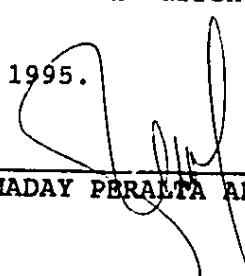
ARTICLE VII

The name and address of the incorporator is: Maday Peralta Aranguren, 1475 W 3 Ave. Hialeah, Fl. 33010.

ARTICLE VIII

Preemptive rights shall be as follows: Subject to the restrictions of the Florida General Corporation Act, the holders of the common stocks of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such as the shares of the stock of the Corporation as may be issued for money, (money, or any other property or services) from time to time, in addition to that stock authorized (and issued) by the Corporation. The preemptive right of any holder is determined by the ratio of the authorized (authorized and issued) shares of common stock held by the holder to all shares of common stock currently authorized (and issued).

DATED this 1st. of February, 1995.


MADAY PERALTA ARANGUREN

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared MADAY PERALTA ARANGUREN who is to me well known to be the person described in and who subscribed to the Articles of Incorporation, and he did freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth. Maday Peralta Aranguren produced a Passport as identification and he did not take oath.

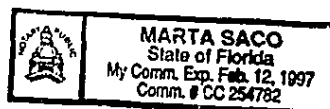
No. 0454427

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at Miami, Dade County, Florida, this 1st. day of February 1995.


NOTARY PUBLIC

State of Florida at large

My commission expire



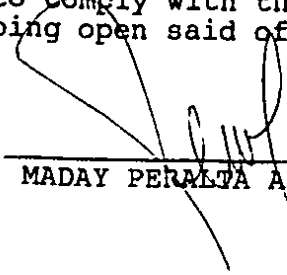
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

In pursuance to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST: CHAIRS INTERNATIONAL MANUFACTURING CORP. 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 Maday Peralta Aranguren, located at 1475 W 3 Ave. Hialeah, Fl. 33010, County of Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT: Having been named to accept service 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.


MADAY PERALTA ARANGUREN

P95000008804

Alaym & Associates, P.A.
(Requestor's Name)
2450 S.W. 137 Ave., # 229
(Address)
Miami FL 33175
(City, State, Zip) (Phone #)

200001623512
-10/30/95--01051--012
****140.00 *****87.50

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
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<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment <u>NC</u>
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
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OTHER FILINGS	
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<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

84 NOV 15 1995

55 NOV 13 PM 3:37

Examiner's Initials

ALAYON & PERLMAN

ATTORNEYS AND COUNSELLORS AT LAW
A PROFESSIONAL ASSOCIATION

2450 SW 13TH AVENUE

SUITE 220

MIAMI, FLORIDA 33175

TELEPHONE (305) 221-2110

RICHARD ALAN ALAYON (NY & FL)
JEFFREY C PERLMAN (TX & FL)

FACSIMILE
(305) 221-5321

October 15, 1995

Via U.S. Certified Mail
Return Receipt Requested
Article No. Z177-279-081

Secretary of State
Attention: New Filings
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32301

500001623515
-10/30/95--01051--012
****140.00 *****52.50

Re: Chairs International Manufacturing Corp.

Dear Sir or Madam:

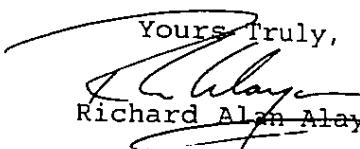
Enclosed please find an original and one copy of a Certificate of Amendment to the Articles of Incorporation of Chairs International Manufacturing Corp. (the "Corporation"). Such Certificate, among other things, changes the name of the Corporation to Chairs International Corp., effective immediately. Please ensure your records are charged to reflect such new name for the Corporation.

Also enclosed is a check in the amount of \$140.00, covering the following costs:

Filing Fee	\$52.50
Certified Copy Fee	\$52.50
Change of Registered Agent Fee	\$35.00

Please file the enclosed Articles of Incorporation and return one certified copy to us in the enclosed self-addressed, stamped envelope.

Yours Truly,


Richard Alan Alayon

Enclosure

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RECEIVED
FACSIMILE
UNITED STATES
DEPARTMENT OF
TREASURY



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 1, 1995

Alayon & Perlman
2450 S.W. 137th Ave.
Suite 229
Miami, FL 33175

SUBJECT: CHAIRS INTERNATIONAL MANUFACTURING CORP.
Ref. Number: P95000008804

We have received your document for CHAIRS INTERNATIONAL MANUFACTURING CORP. and your check(s) totaling \$140.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

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: 895A00048930

65 NOV 13 PM 3:37

ALAYON & PERLMAN

ATTORNEYS AND COUNSELLORS AT LAW
A PROFESSIONAL ASSOCIATION

2450 N.W. 13TH AVENUE

SUITE 229

MIAMI, FLORIDA 33175

TELEPHONE (305) 221-2110

RICHARD ALAN ALAYON (NY & FL)
JEFFREY C. PERLMAN (TX & FL)

FACSIMILE
(305) 221-5321

November 7, 1995

Mr. Steven Harris, Corporate Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

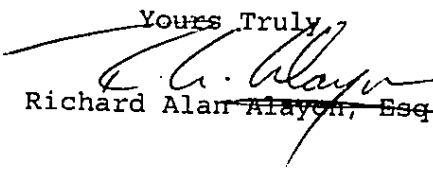
Re: Ref. No. : P95000008804
Ltr. No. : 895A00048930

Dear Mr. Harris:

Enclosed is our response to your recent letter.

Please contact us if you have any questions.

Yours Truly,


Richard Alan Alayon, Esq.

95 NOV 13 PM 3:37
CLERK OF COURT
STATE OF FLORIDA
TALLAHASSEE

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
CHAIRS INTERNATIONAL MANUFACTURING CORP.

Ms. Maday Peralta Aranguren, as President and Secretary of Chairs International Manufacturing Corp. (the "Corporation"), hereby certifies that the Shareholders and all of the Directors of the Corporation adopted a resolution by unanimous written consent on the 16th day of October, 1995, which approved and adopted the following amendments to the Corporation's Articles of Incorporation:

AMENDMENT TO ARTICLE I: "Article I of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

'ARTICLE I

The name of the corporation shall be:

CHAIRS INTERNATIONAL CORP."

AMENDMENT TO ARTICLE IV: "Article IV of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

'ARTICLE IV

The maximum number of shares of stock which the corporation is authorized to

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FBI - NEW YORK

issue and have outstanding at any time shall be:

<u>Number of Shares</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
10,000	\$.01	Common."

AMENDMENT TO ARTICLE V: "Article V of the Articles of
Incorporation of the Corporation is hereby amended to read as follows:

'ARTICLE V

The principal mailing address and the registered office of the Corporation is:
2450 S.W. 137th Avenue, Suite 229, Miami, Florida. The name of the
Registered Agent of the Corporation at such address is Richard Alan Alayon,
Esq., Alayon & Perlman, P.A.

The headquarters office address of the Corporation is 1732 W. 32nd Place,
Ft. Leah, Florida 33012."

AMENDMENT TO ARTICLE VI: "Article VI of the Articles of
Incorporation of the Corporation is hereby amended to read as follows:

'ARTICLE VI

The number of directors constituting the board of directors of the corporation
shall be the number of persons whose names are set forth below. The name and
address of each member of the board of directors of the corporation who shall
hold office until the annual meeting of shareholders and his successor shall have

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been elected and qualified or until his earlier resignation, removal from office, or death, is:

<u>Name</u>	<u>Address</u>
Vicenzo Chiavaroli	2450 S.W. 137th Avenue, Suite 229 Miami, Florida 33175
Enco Rafael Mele	2450 S.W. 137th Avenue, Suite 229 Miami, Florida 33175
Maday Peralta Aranguren	2450 S.W. 137th Avenue, Suite 229 Miami, Florida 33175

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall not be less than one."

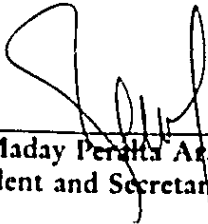
AMENDMENT TO ARTICLE VII: "Article VII of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

ARTICLE VII

The name and address of the incorporator is: Ms. Maday Peralta Aranguren, 2450 S.W. 137th Avenue, Suite 229, Miami, Florida 33175."

IN WITNESS WHEREOF, Ms. Maday Peralta Aranguren has executed this Certificate on this 17th day of October, 1995.

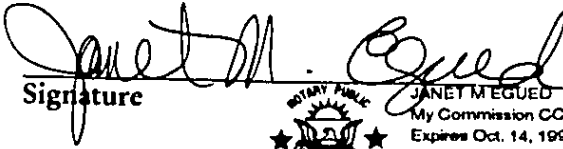
(Corporate Seal)



Ms. Maday Peralta Aranguren,
President and Secretary

STATE OF FLORIDA)
) ss.:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 17th day of October, 1995 by Ms. Maday Peralta Aranguren, who has produced her Venezuelan Passport No. 0454427 as identification and who did (did not) take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at Miami, Dade County, Florida.


Signature

 JANET MEGUED
My Commission CC404070
Expires Oct. 14, 1998
Bonded by NFNU
800-224-6388

Print (Notary's Name)
Notary Public, State of Florida


Notary Stamp:

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of Chairs International Corp., the undersigned accepts such appointment, agrees to act in such capacity, and accepts the obligations imposed on him in such capacity by Florida Statutes Section 607.0505.

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Richard Alayon, Esq.
Alayon & Perlman, P. A.

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