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FLORIDA SECRETARY OF STATE

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE INDUSTRIES, INC.  
 (Corporation Name)  
 800 N.W. 87 AVENUE #10  
 (Address)  
 MIAMI, FLORIDA 33174 (305)552-5973  
 (City, State, Zip) (Phone #)  
 LOCAL REPRESENTATIVE: TALLAHASSEE

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(004) 186-6715

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

1. L260n Intern-individual Auto Rec-Pass Inc (Corporation Name) (Document #)
2. \_\_\_\_\_ (Corporation Name) (Document #)
3. \_\_\_\_\_ (Corporation Name) (Document #)
4. \_\_\_\_\_ (Corporation Name) (Document #)

Walk in     Pick up time 2/12  
 Mail out     Will wait     Photocopy

Certified Copy  
 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

STATE OF  
FLORIDA  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

95 FEB 15 PH 1146

ARTICLE I. NAME AND PLACE OF BUSINESS.

The name of this corporation shall be "FLORIDA INTERSTATE AIRPORT CORPORATION". The place of incorporation shall be the state of Florida, and the registered agent shall be the Secretary of State. The approval of the Board of Directors under the following articles:

ARTICLE II.

The name of this corporation shall be "FLORIDA INTERSTATE AIRPORT CORPORATION". The place of principal place of business shall be in south Florida with the right to change and move to any principal place of business and establish one or more other offices and places of business, without or without the state of Florida, as the Board of Directors may from time to time deem proper.

ARTICLE III.

The general purpose and nature of the business of this corporation is to engage in the activity of business with any and all powers for any and all purposes determined convenient or necessary by the Board of Directors as permitted under the Law of the United States and the State of Florida as may be restricted under these Articles and all By-Laws.

ARTICLE IV.

The total authorized capital stock of this corporation shall be one hundred shares of common stock with no par value. All of such stock shall be issued fully paid and non-assessable at and for such consideration whether the same cash, services fixed rendered, or otherwise and upon such terms and conditions as may be fixed by the Board of Directors of this corporation.

ARTICLE V.

The amount of capital with which this corporation shall begin shall be not less than five hundred dollars (\$500.00).

ARTICLE VI.

The corporation shall have perpetual existence, unless earlier terminated by due and proper legal procedure.

ARTICLE VII.

Done at the City of Fort Lauderdale, State of Florida, this 15th day of February, 1946.

WITNESS:

John W. Gandy  
President

#### ARTICLE VII

The number of Directors of said corporation shall be provided in the By-Laws but in no event shall the number be less than one (1) nor more than five (5).

#### ARTICLE VIII

The names and post office address of the members of the first Board of Directors who shall hold office for the first year of the existence of the corporation, or until their successors are elected and qualified, unless otherwise by the By-Laws:

Charles Logao              President              660 NW 177th St., #250  
Miami, FL 33169

#### ARTICLE IX

In furtherance and not in limitation of powers conferred upon the Board of Directors, the Board of Directors are expressly authorized, and caused to be executed, mortgages and liens upon the real and personal property of the corporation for the purpose of furniture security for it's indebtedness or for any purpose. The Directors, if the By-Laws so provide, may hold their meetings within or without the State of Florida. The corporation may in it's By-Laws, confer powers additional to the power and authority expressly conferred upon them by statute to the Directors.

#### ARTICLE X

Amendment and revisions, including alteration of any provision, of these Articles, and the By-Laws, shall be by the shareholders or by a majority vote of shareholders voting in the annual meeting of the shareholders of the corporation.

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The power to adopt, alter, amend or repeal By-Laws shall be vested in the shareholders.

#### ARTICLE XI

Shares of capital stock of this corporation shall be vested in the following persons and in the amount set opposite his name:

NAME	NUMBER OF SHARES
Charles Logan	100

Shares held by the initial shareholder listed above may not be resold or otherwise transferred to other person unless approved by the President of the corporation. The price and terms at which, and the time within which such shares may be offered and sold shall be further specified by written agreement.

#### ARTICLE XII

Special meetings of shareholders may be called by Certified Mail, Return Receipt Requested, giving five (5) days written Notice.

#### ARTICLE XIII

Fifty-one percent (51%) of the shares entitled to vote represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders. If a quorum is present, the affirmative vote of fifty-one percent (51%) of the share represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholder.

#### ARTICLE XIV

##### RIGHT OF SHAREHOLDER DISSENT

The shareholders of this corporation shall have the right to dissent from any corporate actions from which shareholders are entitled to dissent under the Florida General Corporation Act, even though on the date fixed to determine the shareholders entitled to vote on such corporate actions, the shares of this corporation were registered on a national securities exchange or traded in more than 1,000 shareholder.

#### ARTICLE XV

##### SHAREHOLDER MEETING REQUIREMENT

Any action of the shareholders of this corporation must be taken at a meeting of the shareholders of this corporation, duly called as provided by law, except as provided for in Article XIII.

**ARTICLE XIX**

**MANAGEMENT OF CORPORATION BY SHAREHOLDERS.**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the President of this corporation.

**ARTICLE XXI**

**POWERS.**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

**ARTICLE XXII**

**MEETING BY CONFERENCE TELEPHONE.**

Shareholders may participate in special meetings by means of conference telephone as provided.

**ARTICLE XXIII**

**DIVIDENDS.**

Dividends may be paid to shareholders only out of the unreserved and unrestricted earned surplus of the corporation.

**ARTICLE XXIV**

**IDENTIFICATION.**

The corporation shall identify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

**ARTICLE XXV**

**AMENDMENT.**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any Amendment hereto, and any right conferred or granted is subject to the laws of the state of Florida.

ARTICLE XXXII

NOTICE

Any notice required herein shall be by certified mail, Return Receipt Requested, or hand delivered to the shareholder at the following address:

850 NW 71st Street  
Miami, FL 33150

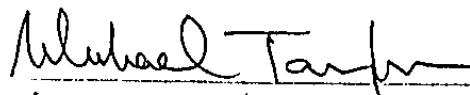
ARTICLE XXXIII

The name and address to the subscriber to these Articles is:

Michael Taylor  
720 NW 148th St.  
Miami, FL 33168

ARTICLE XXIV

The Registered Agent of this corporation is Michael Taylor. I the above named subscriber and Registered Agent hereunto set my hand and seal this 30th day of January 1995. I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

  
Incorporator/Registered Agent  
Registered Office Address  
720 NW 148th St.  
Miami, FL 33168

STATE OF FLORIDA )

S.S.

COUNTY OF DADE )

BEFORE ME personally appeared \_\_\_\_\_  
to me well known and known by me to be the same person who  
executed the above and foregoing instrument and acknowledged that  
he signed, sealed, and delivered the same as his free act and  
deed as setforth therein.

WITNESS: M. HORN AND CO., INC. (R. E. HORN) 1/30/95 1/30/95

My Commission Expires:

1/30/95 - Philip J. C. FUDRIER  
S. GRIFFIN