

P95000012987

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

OFFICE USE ONLY

(904)385-6735

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

1 1000001 1-4 1000001

02/20/95 - 01058 - 0111

\*\*\*122.50 \*\*\*122.50

1. DIESEL MOTORES, CORP.

(Corporation Name)

(Document #)

2. Foundation - Diesel Motors Corp.

(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

W95.3399  
502

2-14

Examiner's Initials

KAN



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

February 14, 1995

LAZARUS CORPORATE INDUSTRIES, INC.  
890 S.W. 87TH AVENUE  
#16  
MIAMI, FL 33174

SUBJECT: DIESEL MOTORES, CORP.  
Ref. Number: W95000003399

We have received your document for DIESEL MOTORES, CORP. and check(s) totaling \$122.50. However, your check(s) and document are being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6915.

Kevin Nickens  
Document Specialist

Letter Number: 095A00J06558

ARTICLES OF INCORPORATION

OF

DIESEL MOTORES U.S.A., CORP.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

95 FEB 15 PM 2:38

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles Of Incorporation.

ARTICLE I NAME

The name of this corporation shall be :DIESEL MOTORES U.S.A., CORP.

ARTICLE II DURATION

This corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE III PURPOSE

This corporation is organized for the purposes of transacting any and all lawful business whatsoever.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issued FIVE HUNDRED (500) shares of ONE (\$1.00) DOLLAR par value common stock.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation and the principal office and mailing address, which are identical, is :6930 N.W. 84th AVENUE, MIAMI, FLORIDA 33166

The name of the initial registered agent of this corporation is :

CARLOS VELANDIA

ARTICLE VI INITIAL BOARD OF DIRECTORS

This corporation should have TWO (2) DIRECTORS initially. The number of directors may be either increased or diminished from time to time by the BY-LAWS but shall never be less than one. The name and address of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
<u>CARLOS VELANDIA</u>	<u>6930 N.W. 84th AVENUE</u> <u>MIAMI, FLORIDA 33166</u>	<u>PRESIDENT</u>
<u>NIEVES DE VELANDIA</u>	<u>6930 N.W. 84th AVENUE</u> <u>MIAMI, FLORIDA 33166</u>	<u>VICE-PRESIDENT</u>

ARTICLE VII INCORPORATOR

The name and address of the person signing these Articles is :

CARLOS VELANDIA 6930 N.W. 84th AVENUE  
MIAMI, FLORIDA 33166

ARTICLE VIII BY-LAWS

The power to adopt, alter, amend or repeal BY-LAWS shall be vested in the Board Of Directors.

ARTICLE IX POWERS

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

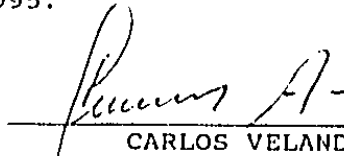
ARTICLE X INDEMNITY

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles Of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

The undersigned has executed these Articles of Incorporation this 10 day of FEBRUARY, 1995.

  
CARLOS VELANDIA

TITLE: President

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


-----

Pursuant to the provisions of section 607.0501, Florida Statutes,  
the undersigned corporation, organized under the laws of the state  
of Florida, submits the following statement in designating the  
registered office / registered agent, in the state of Florida.

1. The name of the corporation is: DIESEL MOTORES U.S.A., CORP.
2. The name and address of the registered agent and office is:

Name: CARLOS VELANDIA

Address: 6930 N.W. 84th AVENUE, MIAMI, FLORIDA 33166

  
CARLOS VELANDIA

TITLE: President

DATE: FEBRUARY 10, 1995

ACKNOWLEDGMENT AND ACCEPTANCE

Having been named as registered agent and to accept service of  
process for the above stated corporation at place designated in  
this certificate, I hereby accept the appointment as registered  
agent and agree to act in this capacity. I further agree to  
comply with the provisions of all statutes relating to the proper  
and complete performance of my duties, and I am familiar with and  
accept the obligations of my position as registered agent.

  
CARLOS VELANDIA

DATE: FEBRUARY 10, 1995