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95 FEB 28 AM 10: 50 DIVISION S CORPORATION 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) & DOCUME (T NUMBER(S) (if known): SEA - AIR - SUN COMPANY JNC. (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) Occument #) 90001420229 -03/03/95--01015--018 Certified Copy *****122.50 *****122.50 (Document #) Walk in Pick up time 2/10 Mail out Will wait Photocopy Certificate of Status **NEW FILINGS AMENDMENTS** Profit Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger OTHER FILNGS REGISTRATION/ QUALIFICATION Annual Report Foreign Fictitious Name

Limited Partnership

Reinstatement

Trademark

Other

Examiner's Initials

Name Reservation

ARTICLES OF INCORPORATION

OF

95 FEB 28 PH 2: 42

SEA-AIR-SUN COMPANY, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE NAME

The name of the corporation is SEA-AIR-SUN COMPANY, INC. and the principal office is located at 1928 Purdy Ave., B-32, Miami Beach, FL. 33135.

ARTICLE TWO DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE PURPOSE

The corporation may engage in any or all lawful business permitted to corporations under the laws of the STATE OF FLORIDA, or any other state, country, territory or nation.

ARTICLE FOUR CAPITAL STOCK

The maximum number of shares which the corporation has authority to issue is 1,000 shares, all of which shall be common shares with a par value of \$1.00 each.

ARTICLE FIVE REGISTERED OFFICE

The principal address of the initial registered office of the corporation shall be 8900 S.W. 107 Avenue, Suite 302, Miami, FL. 33176. The name of the initial registered agent at such address is Robert E. Carlson.

ARTICLE SIX PRE-EMPTIVE RIGHTS

The shareholders shall have Pre-emptive Rights.

ARTICLE SEVEN DIRECTORS

The Board of Directors of the corporation shall consist of at least one member and not more than eleven.

The name and address of initial Directors of the Board is:

NAME

ADDRESS

William F. Morgan

P.O. Box 23 Coconut Grove, FL 33233

Susan P. Morgan

P.O. Box 23 Coconut Grove, FL 33233

INCORPORATORS

The name and address of the incorporator is:

NAME

ADDPESS

Robert E. Carlson

8900 S.W. 107 Ave. Suite 302 Miami, FL 33176

IN WITNESS WHEREOF, I have subscribed my name this 24 day of February, 1995.

Wolset E. Carlson, Incorporator

STATE OF FLORIDA:

SS

COUNTY OF DADE

On this 24 day of <u>February</u>, 1995, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Robert E. Carlson, known to me to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purpose herein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

NOTARY PUBLIC

STATE OF FLORIDA AT LARGE

MY COMMISSION EXPIRES:

SYLVIA S. ADAMS
NOTARY
My Comm Exp. \$\frac{3}{25}/96
PUBLIC S Bonded By Service Ins
No. CC203430
My Presently Known 110ther LD.

CERTIFICATE OF DESIGNATION

REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of Section 607.32%, 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 SEA-AIR-SUN COMPANY, INC.
- The name and address of the registered agent and office is Robert E. Carlson, 8900 S.W. 107 Ave. Suite 302, Miami, FL 33176.

Robert E. Carlson, Incorporator 2.24.95
Date

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

Robert E. Carlson, Registered Agent

2-24-95

Date

State of Florida County of Dade

The foregoing instrument was acknowledged and sworn to before me this 24 day of February, 1995.

Solvia S. Adam.
Notary Public

My Commission Expires:

SYLVIA S. ADAMS

NOTARY
My Corim Exp. \$725/96

PUBLIC S BONDED BY Service ins

No. CC203430

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