

P95000019614

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

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

1. PARIS AMERICAN PERFUMES, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☒ Walk in ☒ Pick up time 5:100 ☒ 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 MAR 10 11:10:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-03/15/95--01089--018
***122.50 ***122.50

OFFICE USE ONLY

RECEIVED
95 MAR 10 11:10:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

PARIS AMERICAN PERFUMES, INC.

FILED
95 MAR 10 AM 10:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person, domestic or foreign corporation, partnership, limited partnership or association, competent to contract, hereby associate themselves together to form a corporation under the Laws of the State of Florida.

ARTICLE I. - NAME

The name under which this corporation will conduct its business and be known and recognized is:

PARIS AMERICAN PERFUMES, INC.

ARTICLE II. - NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be:

Sale and distribution of perfumes and cosmetics.

Any and all activities permitted under the Laws of the State of Florida and the United States of America.

ARTICLE III. - CAPITAL STOCK

The maximum number and class of shares of stock that this corporation is authorized to have outstanding at any one time are:

Sixty non par value shares

Stock (including treasury shares) may be paid for by cash or other property, tangible or intangible, or by labor or services actually performed for the corporation. Neither promissory notes nor future services shall constitute payment or part payment for the issuance of shares.

All the aforementioned stock is to be issued as fully paid for and exempt from assesment. Each share representing one vote. There will be no pre-emptive rights on the part of the shareholders to acquire unissued or treasury shares or convertible securities.

ARTICLE IV. - TERM OF EXISTENCE

This corporation is to exist perpetually unless a voluntary dissolution by the written consent of all its shareholders or an act of the corporation to that effect takes place.

ARTICLE V. - ADDRESS

The initial place of business address of this corporation in the

State of Florida is:
1801 Collins Ave. Lower Lobby #39
Miami Beach, Florida 33140

The registered office address for this corporation in the State of Florida will be:

1801 Collins Ave. Lower Lobby #39
Miami Beach, Florida 33140

Its registered agent:

DANTE O. RUGGIERI

The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI. - SHAREHOLDERS

Shareholders meetings will take place once a year within or without the geographical boundaries of the State of Florida.

A majority of the shares entitled to vote, represented in person or proxy, shall constitute a Quorum, but in no event shall a quorum consist of less than one third of the shares entitled to vote at the meeting.

Shareholders will have the power to adopt, alter, amend or repeal corporate by-laws or they may vest such responsibilities on the Board of Directors.

ARTICLE VII. - DIRECTORS

This corporation shall have -2- Directors initially. The number of directors may be inscreased or decreased from time to time in such manner as may be prescribed by the By-laws, but shall never be less than one (1).

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation, as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter been a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any claim or liability provided that no person shall be indemnified against, or be reimbrused for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be effected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with the like force and effect as if he were not such director or officer of such other corporation or not so interested.

ARTICLE VIII. - INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

| NAME | ADDRESS |
|-----------------------|---|
| Adriana S. Blanco | Luis Braille 5323 Cap. Fed. (1408) Buenos Aires, Argentina |
| Nestor A. Irala-Rojas | Guatemala 4948 (1754) San Justo, Prov. Buenos Aires Argentina |

ARTICLE IX. - SUBSCRIBERS

The name and post office address of each subscriber of these
Articles of Incorporation is:

| NAME | ADDRESS |
|-------------------|---|
| Dante O. Ruggieri | 1801 Collins Ave., Lower Lobby#39 Miami Beach, Florida 33140 |

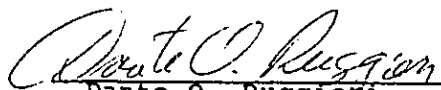
ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in any or as many
respects as may be desired, provided that the amended articles
contain only such provisions as might be lawfully contained in the
original articles at the time of the amendment.

A charter amendment requires the affirmative vote of the holder of
a majority of the shares entitled to vote thereon.

Restated articles of incorporation may be adopted.

IN WITNESS WHEREOF, the parties to these Articles of Incorporation
have hereunto set their hands and seals this 09th day of March,
19 95 .

 (Seal)
Dante O. Ruggieri
____ (Seal)
____ (Seal)

STATE OF FLORIDA

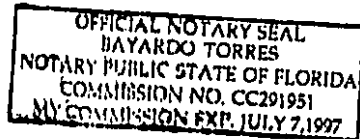
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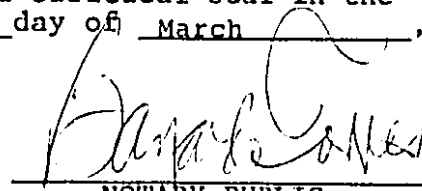
COUNTY OF DADE

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above, to take acknowledgments, personally appeared DANTE O. RUGGIERI, who presented driver's license as way of identification,

to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to these Articles of Incorporation.

IN WITNESS THEREOF I set my hand and officieal seal in the County and State named above this 09th day of March, 19 95.




NOTARY PUBLIC

My commission expires:

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

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

First--- That PARIS AMERICAN PERFUMES, INC.

desiring to organize under the laws of the State of
Florida with its principal office, as indicated in
the Articles of Incorporation at City of Miami, County
of Dade, State of Florida has named, Dante O.

Ruggieri located at 1801 Collins Ave. City of
Lower Lobby #39 Miami Beach County of Dade State
of Florida, as its agent to accept ser-
vices of process within this State.

ACKNOWLEDGMENT,

DANTE O. RUGGIERI

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 capaci-
ty, and agree to comply with the provision of said Act
relative to keeping open said office.

BY: *Dante O. Ruggieri*
(Resident Agent)

FILED
MAR 10 AM 10:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95000019614

(Requester's Name)

Cristina C. Toral

ACCOUNTING & TAX SERVICE - NOTARY
762 HIALEAH DRIVE, HIALEAH, FL 33010
(305) 888-5212

OFFICE USE ONLY

200001511772

-06/13/95--01052--005

*****35.00 *****35.00

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

1. VI - Shareholders
(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

FILED
95 JUN 20 AM 8:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

| NEW FILINGS | |
|--------------------------|-------------------|
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| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

Examiner's Initials

AC Allen
6/26

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

Pursuant to Section 607-1006, Florida Statutes, the undersigned Corporation adopts the following articles of amendment to its articles of incorporation.

F I R S T:

The name of the Corporation is: PARIS AMERICAN PERFUMES, INC.

S E C O N D:

The following amendment(s) to the articles of incorporation was (were) adopted by the Corporation:

ARTICLE VI

| | | |
|----------------|---|-----|
| PRESIDENT | ADRIANA S. BLANCO 5445 COLLINS AVE # 1131 MIAMI BEACH, FL. 33139 | 25% |
| VICE-PRESIDENT | NESTOR A. IRALA-ROJAS 5101 COLLINS AVE # 11A MIAMI BEACH, FL. 33139 | 25% |
| TREASURY | ALFREDO R. BOSCHETTI 5445 COLLINS AVE # 1131 MIAMI BEACH, FL. 33139 | 25% |
| SECRETARY | DANTE O. RUGGIERI 1801 COLLINS AVE MIAMI BEACH, FL. 33139 | 25% |

FILED
95 JUN 20 AM 8:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T H I R D:

The amendment(s) was (were) adopted by all the shareholders of the Corporation on the 08 day of JUNE, 19 95.

PARIS AMERICAN PERFUMES, INC.
CORPORATION NAME

PRESIDENT

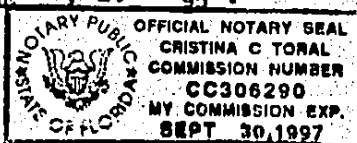
By SECRETARY

STATE OF: FLORIDA
COUNTY OF: DADE

before me, the undersigned authority, personally appeared:
ADRIANA S. BLANCO

to me well known to be the person(s) who executed the foregoing articles of amendment to the articles of incorporation and acknowledge before me, according to law, that he made and subscribed the same for the purpose therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 08 day of JUNE, 19 95.



NOTARY PUBLIC

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

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ARTICLE VI

PRESIDENT

ADRIANA S. BLANCO
5445 COLLINS AVE # 1131
MIAMI BEACH, FL. 33139

25%

VICE-PRESIDENT

NESTOR A. IRLA-ROJAS
5101 COLLINS AVE # 11A
MIAMI BEACH, FL. 33139

25%

TREASURY

ALFREDO R. BOSCHETTI
5445 COLLINS AVE # 1131
MIAMI BEACH, FL. 33139

25%

SECRETARY

DANTE O. RUGGIERI
1801 COLLINS AVE
MIAMI BEACH, FL. 33139

25%

95 JUN 20 AM 8:44
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T H I R D:

The amendment(s) was (were) adopted by all the shareholders of the Corporation on the 08 day of JUNE, 19 95.

PARIS AMERICAN PERFUMES, INC.
CORPORATION NAME

PRESIDENT

By

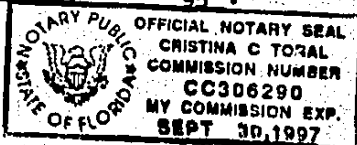
SECRETARY

STATE OF: FLORIDA
COUNTY OF: DADE

before me, the undersigned authority, personally appeared:
ADRIANA S. BLANCO

to me well known to be the person(s) who executed the foregoing articles of amendment to the articles of incorporation and acknowledge before me, according to law, that he made and subscribed the same for the purpose therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 08 day of JUNE, 19 95.



NOTARY PUBLIC

145000096/4

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 1, 1997

PARIS AMERICAN PERFUMES, INC.
13155 IXORA CT #911
N MIAMI, FL 33181

SUBJECT: PARIS AMERICAN PERFUMES, INC.
Ref. Number: P95000019614

Debit Memo #: 73134-G

This is to inform you that check #0923 in the amount of \$165.00 submitted with the annual report for PARIS AMERICAN PERFUMES, INC. has been returned by your bank because of NON-SUFFICIENT FUNDS.

We request you remit a cashier's check or money order, referencing the above named debit memo number, in the amount of \$180.00 made payable to the Department of State to cover the unpaid fees and service charge.

Section 607.1421 or 617.1421, Florida Statutes, requires at least 60 day notice of our intent to administratively dissolve or revoke your corporation for failure to file the annual report and pay the filing fee. Consider this your 60 day notice if the payment is not received, your corporation will be administratively dissolved or revoked on or after June 1, 1997 and a reinstatement fee of an additional \$585 will be imposed to reactivate the corporation.

Please send the replacement check to my attention at the address listed below.

If you have any questions concerning the filing of your document, please call (904) 487-6057.

Pat Bailey
Accountant I

Letter Number: 197A00016249

45000019614

April 24, 1997

500002154165--6
-04/24/97--01112--001
****165.00 ****165.00

REPLACEMENT FEE 1997

ANNUAL REPORT: PARIS AMERICAN
PERFUMES, INC.

DEBIT MEMO: # 73134-G

CHECK #: 0923

0950000196/4

May 5, 1997

800002167768--9
-05/06/97--01093--003
*****15.00 *****15.00

REPLACEMENT FEE 1997

SERVICE FEE: PARIS AMERICAN
PERFUMES, INC.

DEBIT MEMO: # 73134-G

CHECK #: 0923