P95000021097

95 [illegible]

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAR 15 PM 1:59

OFFICE USE ONLY

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

1. GREEN GROWERS, INC. (Corporation Name) (Document #)
2. (Corporation Name) (Document #)
3. (Corporation Name) (Document #)
4. (Corporation Name) (Document #)

[✓] Walk in [X] Pick up time 2:00 [✓] Certified Copy

[ ] Mail out [ ] Will wait [ ] Photocopy [ ] Certificate of Status

	NEW FILINGS
X	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
	Amendment
	Resignation of R.A., Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

KAN 3-15

Examiner's Initials

CR2E031(9/92)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 MAR 15 PM 1:59

ARTICLES OF INCORPORATION

FOR

GREEN GROWERS, INC.

We, the undersigned, hereby associate together for the purpose of becoming a Corporation under the Laws of the State of Florida, by and under the provision of the Laws of said State, providing for the information, liabilities, rights, privileges, and immunities of a Corporation for profit. . . . .

ARTICLE I

NAME, ADDRESS, AND AGENT

The name of this corporation shall be:

GREEN GROWERS, INC.

(Hereinafter referred to as the Corporation). Its Registered and Principal Office shall be located at 9672 S.W. 148th Avenue, Miami, County Of Dade, State Of Florida. Its Registered Agent shall be Jorge F. Delfino, located at 9672 S.W. 148th Avenue, Miami, Florida. . . . .

ARTICLE II

NATURE OF BUSINESS

Section 1.- The general nature of the business and objects and purposes to be transacted, promoted and carried on are to do any and all things hereinafter mentioned, as fully and to the same extent as natural persons might or could, viz. . . . .

a.- To carry on business in the United States of North America or any foreign country or countries, to buy, sell, import, export, lease, sub-lease, hold, procure, transport, manufacture, acquire and deal generally, both wholesale and retail, in goods and services of all type, both as principal and agent, in any part of the world. . . . .

b.- To enter into make perform and carry out contracts for the purchase and sales of Agricola and Farmer products, represents factories of Chimical products for Agricola and farms, within or out side the United State of North America, and all type of business, products or merchandise and for any Lawfull purpose with any person or persons , firms, association and/or Corporation in the United States of North America or any Foreign Country or Countries. . . . .

c.- To exchange in the currency of foreign countries and the currency of the United States of North America. . . . . . .

d.- To issue bonds, debentures and/or obligations of the company from time to time, for the object and purposes of the company and secure the same by mortgage pledge, deed or trust or otherwise. . . . .

e.- To purchase, hold and reissue the shares of its capital stock; and to subscribe to purchase, or otherwise acquire, or to guarantee, or to become surety in respect to the stock, bonds, or other securities and obligations of the company and other companies. . . . .

f.- To do all of such acts or things as they are incident or conductive to the premises, and to do all and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any of the objectives herein enumerated or incidental to the powers herein named, or which shall at any time appear conductive or expedient for the protection or benefit of the Corporation. . .

g.- No recitation or declaration of special powers or purposes herein enumerated shall be deemed to be exclusive, but all lawful powers contained in the laws of the State of Florida, now or in the future, to be enacted are hereby included in and made part thereof by reference. . . . .

h.- In general, to carry on any incidental business in connection with the foregoing, whether manufacturing or otherwise and to have and exercise all the powers conferred by the laws of the State of Florida upon Corporation of this character. . . . .

i.- To enter into, make or perform contract of any kind with any person, association, corporation, municipality, body politic, county, country, territory, state, government or colony, or any dependency thereof, and without limit as to amount, draw, notes drafts, bills of exchange, warrants, bonds, debentures, and all others negotiable instruments. . . . . . .

ARTICLE III

CAPITAL STOCK

The Capital Stock of the Corporation upon commencing business operations shall consist of : . . . .

a.- ONE HUNDRED (100) SHARES of par value. For incorporation purposes, each share will have a nominal value set at TEN DOLLARS ($10.00) per share as consideration. . . . .

b.- Said shares of common stock to have par value. All shares to be issue fully paid and non assessable. The Capital stock of this Corporation may be paid in lawful money of the U.S.A. in property, labor or services at a fair and just valuation to be fixed by the stockholder or by the Board of Directors. Said determination of just value fixed by the Board of Directors is to be conclusive proof of said value. . . . . .

c.- All of the common stock is to have one vote per share in the control of the management of the Corporation. . . . .

d.- The holders of these shares of common stock are to have preventive right in the purchase of subsequent issues of stock.

e.- In the event any shareholder may vote his share or shares proxy one share representing one vote. . . . .

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which the Corporation shall begin business shall be not less than ONE THOUSAND DOLLARS ($1,000.00). . . . .

ARTICLE V

TERM OF EXISTENCE

The Corporation shall have perpetual existence. . . . . . .

ARTICLE VI

BOARD OF DIRECTORS

The Board of Directors shall consist of not less than (2) persons. . . . .

ARTICLE VII

INITIAL DIRECTORS & OFFICERS

The names and addresses of the first Board of Directors who subject to the provisions of these Articles of Incorporation, the By-Laws and the act of the Legislature approved June, 1925, and the acts amendatory thereto, shall hold office for the first year of the corporation's existence, or until their successors are elected and shall have qualified are the following: . . . .

NAME	ADDRESS	TITLE
Jorge F. Delfino	9672 S.W. 148th Avenue Miami, Florida 33196	President
Dante A. Delfino	9672 S.W. 148th Avenue Miami, Florida 33196	Secretary Treasurer

ARTICLE VIII

SUBSCRIBERS

The names and addresses of each subscriber to these Articles of Incorporation and the number of shares which each agrees to take as follows: . . . .

NAME & TITLE	ADDRESS	SHARES
Jorge F. Delfino President	9672 S.W. 148th Avenue Miami, Florida 33196	-50-
Dante A. Delfino Secretary	9672 S.W. 148th Avenue Miami, Florida 33196	-50-

ARTICLE IX

BY-LAWS

The regulation of the business and the conduct of the affairs of the Corporation and the provision creating and limiting the powers of the Corporation, the directors and the stockholders, or any class of stockholders of the Corporation, shall be controlled by the By-Laws which shall be adopted by stockholders of the Corporation as soon as practicable after the Corporation shall be formed which said By-Law may from time to time and whenever necessary, by amended by the Board of Directors of the Corporation. . . . .

IN WITNESS WHEREOF, we the undersigned have made and signed these articles of incorporation at MIAMI, DADE COUNTY, FLORIDA, for the uses and purposes aforesaid. . . . .

Jorge F. Delfino
President

Dante A. Delfino
Secretary

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me personally appeared Jorge F. Delfino and Dante A. Delfino respectively, to me well known to be the persons described as subscriber in and who executed the foregoing ARTICLES OF INCORPORATION and acknowledged before me that they subscribed to those ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at CITY OF MIAMI, COUNTY OF DADE, STATE OF FLORIDA, this First Day of March, 1995

JUAN F. DEL CASTILLO
NOTARY PUBLIC
STATE OF FLORIDA

COMMISSION NUMBER CC234804
MY COMMISSION EXPIRES NOVEMBER 26, 1996
BONDED THROUGH GENERAL INSURANCE UNDERWRITERS

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OR PROCESS WITHIN THE 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 GREEN GROWERS, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the ARTICLES OF INCORPORATION appoints Jorge F. Delfino, with offices located at 9672 S.W. 148th Avenue, City of Miami, County of Dade its Registered Agent, to accept service of process within this State. . . . .

ACKNOWLEDGMENT:- Having been named to accept service of process for the above named 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. . . . .

In the City of Miami, County of Dade, State of Florida, this First Day of March, 1995

Jorge F. Delfino
REGISTERED AGENT