P9500023294

| OFFICE USE ONLY (Document #) | | | |
|--|--------------------------------|--------------------|---|
| LAZARUS CORPORATE IN | DUSTRIES, INC. | | |
| (Requestor's Name) | | | |
| 890 S.W. 87 AVENUE # | 16 | | |
| (Address) MIAMI, FLORIDA 331 | 74 (305)552-5973 | | |
| (City, State, Zip) | (Phone #) | | 11111111111138641 |
| LOCAL REPRESENTATIVE | TALLAHASSEE | | 11.57.297.95 - 010.37 - 00.5 ++++122.50 ++++122.50 |
| (904)385-6735 | | OFFICE USE ONLY | वित्र वित्र क्षेत्र वित्र क्षेत्र वित्र क्षेत्र |
| CORPORATION NAME(S) | & DOCUMENT NUM | RED/S) (telemon) | |
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| NEW LIVERS | | | P |
| NEW FILINGS | AMENDMEN | TS | |
| Profit | Amendment | | |
| NonProfit | Resignation of R.A. | , Officer/Director | <u>.</u> |
| Limited Liability | Change of Registere | | 5 - 64 - 1 |
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| Other | Merger | | • |
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| OTHER FILNGS | | | ÷ |
| Annual Report | REGISTRATION/ QUALIFICATION | | · 1 |
| Fictitious Name | Foreign | | |
| Name Reservation | Limited Partnership | -1 NN 12 | 5100- |
| The state of the s | Reinstatement | 503 | . 3-16 |
| | Trademark | |), |
| | Other | | Van |

Examiner's Initials



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March 16, 1995

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

SUBJECT: SOUTHEAST CORPORATION Ref. Number: W95000005936

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

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-900ó.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Kevin Nickens Document Specialist

Letter Number: 395A00011929



March 20, 1995

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

We have received your document for SOUTHEAST TRADING CORPORATION 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.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Kevin Nickens Document Specialist

Letter Number: 795A00012426

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ARTICLES OF INCORPORATION

FILED

of:

SOUTHEAST MIAMI CORPORATION

95 MAR 22 PH 3: 27

SECRETARY OF STATE
TALLAMASSEE, FLORIDA

The undereigned subscriber to these Articles of Incorporation, a natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I.

NAME

The name of the corporatio shall be

SOUTHEAST MIAMI CORPORATION

ARTICLE II.

PRINCIPAL PLACE OF BUSINESS

The principal place of business shall be located at 17027 W. DIXIE IIWY # 125

North Minmi Boach, Fl 33160.

ARTICLE III.

PURPOSES

The purpose for which the corporation is formed and the business and objects to be carried on and promoted by it are as follows:

a) .- MANUFACTURER OF PREPARED FOOD PRODUCTS.

ARTICLE IV.

CAPITAL STOCK

The maximum number of shares that this corporation is to have outstanding at any one time is:

1,000 shares of common stock, having a nominal or par value\$1,00 per share. The consideration to be paid for each share shall be fixed by the board of directors, but in no event shall be less than \$1.00 per share.

Prepared by: Small Business Development Associates, Inc. 344 W. 65th. St. Hialeah, Fl. 33012 (305) 926-1929, FAX (305) 926-5711

ARTICLE V.

TERM

This corporation shall have perpetual existence.

| | Α | ARTIOLE VI. | | |
|-----------------|---|--|--|--|
| The REGISTE | REGISTERED / RED AGENT for the corporal TERED OFFICE about to | AGENT AND REGISTERED OFFICE | | |
| Beach, F1 33 | 160 , or at such place the b | ed at 17027 W. Dixie Nwy # 125 North Miami oard of directors shall from time to time direct, with ary of State in accordance with the law. | | |
| | AF | RTICLE VII. | | |
| corporation who | on shall have no less than le By-laws. The names and str | RECTORS 1 nor more than any 9 directors eet addresses of the first-board of directors of this ncorporation, By-laws of the State of Florida, shall hold d and qualified are: | | |
| NAME | | STREET ADDRESS | | |
| RICARDO SOLER | | 18720 N.E. 18 Av. # 125 | | |
| PRESIDENT | 100% of SHARES | North Miami Beach, Florida 33179 | | |
| | | | | |
| | | | | |

ARTICLE VIII.

| The name and street address of the subsc | riber of these Articles of Incorporation is: |
|--|--|
| GCARDO SOLER, 18720 N.E. 18 Av. # 1 | (LP 1) |

ARTICLE IX. PROVISO

Any action by the directors of this corporation which is within their power taken at a meeting of such directors shall be valid for all intents and purposes whether or not lawful notice of sals meeting shall have been given to all directors as required by law or by the By-laws of this corporation, if at any time prior to, during or subsequent to such meeting all directors shall execute a waiver of notice of such meeting, in writing, and providing a majority of the directors shall have approved or approve the action taken at such meeting.

When not prohibited by law, any action by the shareholders of this corporation, which is within their power taken at a meeting of such directors shall be valid for all intents and purposes whether or not lawful notice of said meeting shall have been given to all directors as required by law or by the By-laws of this corporation, if at any time prior to, during or subsequent to such meeting all directors shall execute a waiver of such meeting, in writing, and providing a majority of the directors shall have approved the action taken at such meeting.

When not prohibited by law, any action of the shareholders of this corporation may be taken without a meeting of consent in writing, setting forth the action so taken, shall be signed by all the persons who would be entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records. Such consent shall have the same force and effect as the unanimous vote of the shareholders and be stated as such in any certificate or document filed with the Department of State of the State of Florida or any other governmental agency of any State, county or nation, or any private organization, corporation, person or persons.

Nothing in this artificle shall be constructed to allow any act of the board of directors to be approved by less than a majority of said directors, or whereever a greater vote is required by law or or in the By-laws, by that vote.

Nothing in this Article shall be construed to allow any act of the shareholders to be approved by less than a majority of said shareholders, or where ever a greater vote is required by law or in the By-laws by that vote.

ARTICLE X. INSPECTION OF BOOKS AND RECORDS

the corporation shall from time to time determine whether and to what extent and at what times and places and under what conditions and regulations the accounts and books of the corporation (other than the stock book) or any of them shall be open to inspection of shareholders; no shareholder shall have the right of, inspecting any account, book or document of this corporation except as conferred by statute, unless authorized by a resolution of the shareholders or the board of directors.

ARTICLE 11. INDEMNIFICATION OF OFFICERS AND DIRECTORS

Every officer and every director of the corporation shall be indemnified by the corporation, as permitted by law, against all expenses and liability, including counsel fees, that are determined to be reasonable, incurred by or imposed upon his connection with any proceeding to which he may be a party or in which he may become involved by reason of his being or having been an officer or director of the corporation, whether or not he is an officer or director at the time such expenses are incurred. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which such officer or director may be entitled.

ARTICLE XII.

TELEPHONE MEETING AUTHORIZED

Members of the board of directors or of any executive committee designated by the board of directors in accordance with the law shall be present at any meeting of the board of directors or executive committee, as the case may be, if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear and be heard by all other persons is used.

ARTICLE XIII.

AMENUMENTS

These Articles of Incorporation may be amended in the manner and with the vote provided by law. IN WITNESS WHEREOF, I have hereunto set my hand and seal at

(SEAL) STATE OF FLORIDA) COUNTY OF DADE BEFORE ME, the undersigned authority, this day personally appeared RICARDO SOLER to me known to be the individual described in and who executed the foregoing Articles of Incorporation of SOUTHEAST MIAMI , and that acknowledged before me that signed CORPORATION and executed same for the purposes therein set forth. IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Dade County, Florida this day of February, 1995 NOTARY PUBLIC STATE OF FLORIDA AT LARGE OFFICIAL NOTARY SEAL RAFAEL RICARDO MARTINEZ NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC201579 My Commission Expires: MY COMMISSION EXP. MAY 14,199

FILED

95 MAR 22 PH 3: 27

TALLAHASSEE. FLORIDA

CERTIFICATE ACCEPTING DESIGNATION AS

REGISTERED AGENT

| THEREBY CERTIFY that I have accepted the designation as REGISTERED AGENT of: | |
|---|-----|
| RICARDO SOLER | |
| and agree to serve as its agent to accept service of process within this State as its REGISTE | RED |

OFFICE.

7950000 23294

DATE: 6-2-95

DOCUMENT NUMBER: P95 0000 23294

REACTIVATED ARTICLES OF INCORPORATION, RECEIVED PAYMENT FOR DEBIT MEMO \$52352. B IN THE AMOUNT OF \$137.50.

MELINDA LILLISTON

000001504810 -06/02/95--01048--002 ****137.50 ****137.50



STATE OF FLORIDA OFFICE OF STATE TREASURER TALLAHASSEE FLORIDA

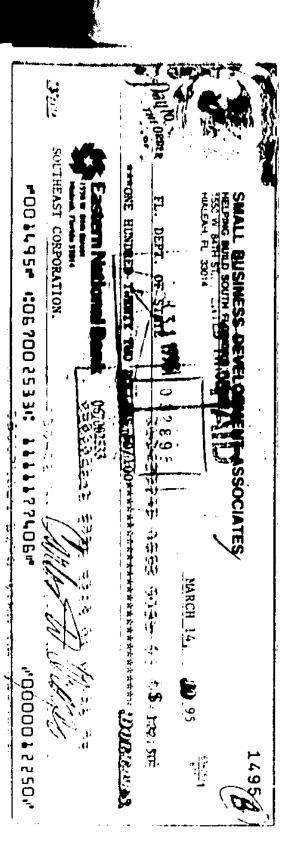
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|-----|-----------------|--------|--------------------|-----|---|-----|
| • | | AMOUNT | REASON RETURNED | KEY | H | • |
| 4 | GENERAL REVENUE | 0.00 | INSUFFICIENT FUNDS | | 1 | • |
| • | | 157.50 | ACCOUNT CLOSED | | 2 | * 2 |
| | OTHER | | UNCOLLECTED FUNDS | | 3 | * |
| | TOTAL | | | | | |

| CROSS REF | DISTRIBUTION SAMAS CODE | REASON | AMOUNT |
|--------------|--------------------------------------|--------|--------|
| 12 | 45-20-2-130001-45300000-00-000100-00 | 1 | 35.00 |
| 12 | 45-20-2-130001-45300000-00-000100-00 | | 122.50 |

GRAND TOTAL: 157.50

Process Date: 04/06/95

The above named fund(s) has been reduced by the amount of this check(s) under authority of Section 215.34, F.S.



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April 27, 1995

Small Business Development Associates 1550 W. 84th St. Hialeah, FL 33014

SUBJECT: SOUTHEAST MIAMI CORPORATION

Ref. Number: P95000023294

Debit Memo #: 53252-B

This is to inform you that your check #1495 dated March 14, 1995 in the amount of \$122.50 and submitted for SOUTHEAST MIAMI CORPORATION has been returned to us by your bank because of insufficient Funds.

We request that you remit a cashier's check or money order in amount of \$137.50 made payable to the Department of State. This amount will cover the unpaid check and the service fee required by law under section 215.34, Florida Statutes.

When sending the cashiers check or money order, please indicate the debit memo number and that it is a replacement for the returned check mentioned above.

Please note: The documents filed in this office with the returned check will be cancelled unless a replacement check is received within 30 days from the date of this letter. Send the replacement check to:

Letter number: 595A00020018

Division of Corporations Attn: Melinda Lilliston P.O. Box 6327 Tallahassee, FL 32314

If you have any questions concerning the returned check, please call (904) 487-6900.

Sincerely Melinda Lilliston Administrative Assistant I Division of Corporations

cc:Southeast Miami Corporation 17027 W. Dixie Highway #125 North Miami Beach, Florida 33160



May 30, 1995

Small Business Development Associates 1550 W. 84th St. Hialeah, FL 33014

SUBJECT: SOUTHEAST MIAMI CORPORATION

Ref. Number: P95000023294

Debit Memo #: 53252-B

Due to your failure to respond to our previous letter advising you of the returned check #1495, the Articles of Incorporation for SOUTHEAST MIAM! CORPORATION have been cancelled and are considered not filed as of May 30, 1995.

The name of your corporation is now available for use.

If you have any questions concerning the returned check, please call (904) 487-6900.

Letter number: 295A00027038

Sincerely Melinda Lilliston Administrative Assistant I Division of Corporations

cc:Southeast Miami Corporation 17027 W. Dixie Highway #125 North Miami Beach, Florida 33160