

P95000029208

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE INDUSTRIES, INC.

(Requester's Name)

1190 N.W. 117 AVENUE #10

(Address)

MIAMI, FLORIDA 33174 (305)552-5973

(City, State, Zip)

(Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

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9 APR 13 PM 10:53
DIVISION OF CORPORATIONS

FILED
95 APR 13 PM 2:22
SECRETARY OF STATE
DIVISION OF CORPORATIONS

(904) 495-6715

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

1. DIMENSION X METAL DESIGNERS, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certified Copy

☒ 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

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04/19/95--01025--003
***\$78.00 ***\$78.00

CR2101(9/92)

Examiner's Initials

4-13
KAN

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 APR 13 PM 2:22

CERTIFICATE OF INCORPORATION
OF

DIMENSION X METAL DESIGNERS, INC.

We, the undersigned, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of the Several Acts of Legislature of the State of Florida, do hereby subscribe to this certificate of incorporation.

FIRST: The name of the corporation is :

DIMENSION X METAL DESIGNERS, INC.

and its principal place of business will be at

525 N.E. 189 ST. NO. MIAMI BEACH, FL 33179

SECOND: The business of this corporation shall be to engage in any and all lawful business or businesses.

THIRD: The corporation shall have one class of stock, namely common, voting and participating. Each share of stock shall be \$1.00 par value and the maximum number of shares to be issued and outstanding at any one time is 1000.

All of such stock shall be issued as fully paid for and exempted from assessment. Such stock may be paid for in property, labor or services and property and labor or services may be purchased or paid for by the corporation with such stock. Likewise stock of other corporations or going businesses may be purchased by corporation in return for this corporation's stock. Such property, labor, services and stock of other corporations and going business shall be at just valuation determined by the Board of Directors. This corporation may purchase, trade, or otherwise acquire, hold or re-issue shares of its own stock.

FOURTH: The amount of capital with which the corporation shall begin business will not be less than FIVE HUNDRED (\$500.) DOLLARS.

FIFTH: The existence of the corporation shall be perpetual.

SIXTH: The board of directors shall consist of no fewer than one or more than seven directors.

SEVENTH: The common stock of this corporation shall be issued pursuant to the requirements of section 1244 of the Internal Revenue code and the regulations issued thereunder.

EIGHTH: The names and post office address of the first officers and directors who, subject to the provisions of this certificate of incorporation, the By-laws and the laws of the state of Florida thereunto appertaining, shall hold office for the first year of the corporation's existence or until their successors are elected and shall have qualified, are as follows:

<u>Office</u>	<u>Name</u>	<u>Post office address</u>
PRESIDENT	LEONARDO RUBIO	2266 W. 74 ST. APT 101 HIALEAH GARDENS FL
SECRETARY	LEONARDO RUBIO	2266 W. 74 ST. APT 101 HIALEAH GARDENS FL

NINTH: The name and post office address of each subscriber to the Certificate of Incorporation and the number of shares of stock which each agrees to take are as follows:

<u>Name</u>	<u>Post office address</u>	<u># Shares</u>
LEONARDO RUBIO	2266 W. 74 ST. APT 101 HIALEAH GARDENS FL	100

For the stock the above-named party will pay the sum of Five and no/100 (5.00) Dollars-----for each share of stock, or a total of FIVE HUNDRED and no/100 (500.00) DOLLARS.

TENTH: The stockholders of this corporation may divide themselves into groups for the purposes of obtaining unit control in the corporation, and when any agreement shall be binding upon the corporation, it shall be recognized by the directors and shall be observed by the officers and agents of the corporation; and particularly the stockholders are authorized to include in such agreements entered into between themselves provisions which will confer upon the individual groups the power to elect certain numbers of directors and, in particular, the stockholders may include in agreements between themselves the following as valid matters of agreement, to wit:

- (a) The manner and method in which the persons by whom directors may be elected.
- (b) Any limitations upon the transferability or assignment of the stock.
- (c) The conferring of preemptive rights of purchase upon stockholders as conditions precedent to the sale of any other stock.
- (d) The making of By-Laws and rules for holding meetings and what constitutes a quorum therefore.
- (e) Any matters related to effectuating the purposes included in any of the foregoing matters.

Agreements between stockholders shall continue binding upon the corporation until there is filed with the president and secretary of the corporation, in duplicate, a written instrument signed by the persons who originally created such stockholder agreement (or their successors in ownership, providing such succession in ownership shall have been accomplished in accordance with the terms of the stockholders agreement) consenting to the revocation and cancellation of the agreement among the stockholders.

ELEVENTH: Cumulative voting may be permitted by the terms of the by-laws.

TWELFTH: Leonardo L. Rubio residing at 2266 W. 74 St apt 101
Hialeah Gardens, Fl. 33016

agent for service of process upon this corporation, subject nevertheless to the right of this corporation to change such resident agent and the office location of place of business for service of process in the manner provided in Section 48.091(1) of Florida Statutes.

IN WITNESS WHEREOF, the parties hereto have hereunto set their hand and seals this 11th day of April A.D., 1995.

Signed, sealed and delivered
in the presence of (As to all)

Silvano Pacheco

Leonardo L. Rubio (Seal)
LEONARDO L. RUBIO

Ramona Sanchez

_____(Seal)

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.

Leonardo L. Rubio (Seal)
LEONARDO L. RUBIO, RESIDENT AGENT

STATE OF FLORIDA }
COUNTY OF DADE } SS:

BE IT REMEMBERED that on this day personally appeared before me the undersigned notary public in and for the State of Florida.

LEONARDO L. RUBIO

parties to the foregoing certificate of incorporation, known to me personally to be such, upon their oath, they acknowledged the same to be the act and deed of such signers and that the facts therein stated are truly set forth.

WITNESS my hand and official seal at Miami, said county and State, this 11th day of April A.D., 1995

(SEAL)



A handwritten signature in dark ink, appearing to read 'N. Coronado', is written over a horizontal line.

N. Coronado, Notary Public
State of Florida

Personally known XXX or Produced Identification _____
Type of Identification Produced: _____

P950000 29208

LAZARUS CORPORATE INDUSTRIES, INC.

Requestor's Name

890 S.W. 87 AVENUE SUITE: 16

Address

MIAMI, FLORIDA 33174 (305)552-5973

City/State/Zip

Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

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☒ Walk in

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FILED
56 AUG -9 PM 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
56 AUG -9 AM 11:07
DIVISION OF CORPORATION

AM 06/8/9

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DIMENSION X METAL DESIGNERS, INC.

FILED
27 AUG - 9 PM 2:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of section 607.1006 Florida Statutes this corporation adopt the following articles of amendments to its articles of incorporation:
Amendments adopted:

FIRST:

The NEW name and post office addresses of the members of the Board of Directors and slate of corporate officers WILL READ AS FOLLOWS:

ARTICLE EIGHTH:

<u>Office</u>	<u>Name</u>	<u>Post office address</u>
Pres/Sec.	LEONARDO RUBIO	2266 W. 74 ST. APT. 101 HIALEAH GARDENS FL
VP/Treas.	JOAQUIN C. CHANYING	11629 SW 144 CT. MIAMI FL

SECOND:

ARTICLE NINTH:

L.R.

<u>Name</u>	<u>Post office address</u>	<u># shares</u>
LEONARDO RUBIO	2266 W. 74 ST. APT. 101 HIALEAH GARDENS FL	70
JOAQUIN C. CHANYING	11629 S.W. 144 CT. MIAMI FL	30

THIRD:

The date of each amendment's adoption July 31, 1996.

FOURTH: Adoption of Amendment(s) (check one)

☒ The amendment(s) was/were approved by the sharcholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

The amendment(s) was/were approved by shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval
by _____."
(voting group)

The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required

Signed this 31th day of July 1996

Signature _____

(By the Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the director)

OR

(By an incorporator if adopted by the incorporators)


LEONARDO RUBIO

Officer

President/Secretary