

P95000031112

FILED SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 20 PM 2:56

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
(904)385-6735

OFFICE USE ONLY

900001463259
-04/24/95--01055--008
****122.50 ****122.50

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

- FUENTES INTERNATIONAL, INC.
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)

- Walk in Pick up time 2:18 Certified Copy
- Mail out Will wait Photocopy Certificate of Status

APR 20 11:30
DIVISION OF CORPORATIONS

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

Examiner's Initials KAN

4-20

ARTICLES OF INCORPORATION

OF
FUENTES INTERNATIONAL, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 APR 20 PH 2:56

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be:

FUENTES INTERNATIONAL, INC.

The principal place of business of this corporation shall be:

801 W. 49TH ST SUITE 226
HIALEAH, FL 33012

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

100 SHARES OF COMMON STOCK AT PAR VALUE OF \$5.00 EACH.

ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V. OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is(are):

IRENE DE FUENTES

PRESIDENT

ALTOS DEL ROMERAL # 90
PANAMA - PANAMA

ARTICLES VI INCORPORATION(S)

The name(s) and street address(es) of the Incorporator(s) to these articles of incorporation is(are):

IRENE DE FUENTES

ALTOS DEL ROMERAL # 90
PANAMA - PANAMA

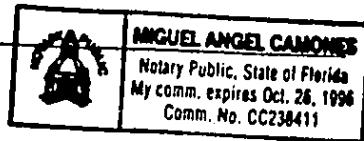
IN WITNESS WHEREOF, the undersigned Incorporator(s) has have executed these Articles of Incorporation this 18TH day of APRIL, 19 95.

Signature(s) of Incorporator(s)
Irene De Fuentes

STATE OF FLORIDA
COUNTY OF DADE

THE FOREGOING Instrument was acknowledged and sworn to before me this 18TH day of APRIL, 19 95 by IRENE DE FUENTES
(Name of Incorporator)
of FUENTES INTERNATIONAL, INC.
(Name of Corporation)

[Signature]
Notary Public



(SEAL)

My Commission Expires: _____

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

95 APR 20 PM 2:56

Pursuant to the provisions of Section 607.325, 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: FUENTES INTERNATIONAL, INC.

2. The name and address of the registered agent and office is:
M & C ACCOUNTING SERVICES, INC.
(P.O. BOX NOT ACCEPTABLE)

801 W. 49TH ST SUITE 226 HIALEAH, FL 33012
(CITY/STATE/ZIP)

SIGNATURE *Juan Carlos Fuentes*
(corporate officer)

TITLE PRESIDENT

DATE 04-18-95

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.

SIGNATURE *[Signature]*

DATE 04-18-95