

P95000031124

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

000001463270
-04/24/95--01055--013
****122.50 ****122.50

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

- PAMEX GROCERY & PRODUCE, INC.
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)

Walk in Pick up time 2:00 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 |

Examiner's Initials

KAN

ARTICLES OF INCORPORATION

OF

PAMEX GROCERY & PRODUCE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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ARTICLE I - NAME

THE NAME OF THIS CORPORATION IS: PAMEX GROCERY & PRODUCE, INC.

ARTICLE II - DURATION

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE UNLESS SOONER DISSOLVED IN ACCORDANCE WITH THE LAWS OF THE STATE OF FLORIDA.

ARTICLE III - PURPOSE

THIS CORPORATION IS ORGANIZED FOR THE PURPOSE OF TRANSACTING ANY AND ALL LAWFUL BUSINESS IN THE STATE OF FLORIDA.

ARTICLE IV - CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE FIVE THOUSAND (5,000) SHARES OF \$1.00 (ONE DOLLAR) PER VALUE OF COMMON STOCK WHICH SHALL BE DESIGNATED AS "COMMON SHARES."

ARTICLE V - PREEMPTIVE RIGHTS

EVERY SHAREHOLDER, UPON THE SALE FOR CASH FOR ANY NEW STOCK OF THIS CORPORATION OF THE SAME KIND, CLASS OR SERIES AS THAT WHICH HE ALREADY HOLDS, SHALL HAVE THE RIGHT TO PURCHASE HIS PRO-RATA SHARE THEREOF, AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

ARTICLE VI - INITIAL REGISTERED OFFICE

THE STREET ADDRESS OF THE INITIAL PRINCIPAL OFFICE OF THIS CORPORATION IS:

980 N. FEDERAL HWY., SUITE #206
BOCA RATON, FL 33432

ARTICLE VII - INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE 1 DIRECTOR INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME BY THE BYLAWS BUT SHALL NEVER BE LESS THAN ONE. THE NAMES AND ADDRESSES OF THE INITIAL DIRECTORS FOR THIS CORPORATION ARE:

PATRICIA V. CARRILLO-DELGADO
980 N. FEDERAL HWY., SUITE #206
BOCA RATON, FL 33432

ARTICLE VIII - INCORPORATOR

THE NAMES AND ADDRESSES OF THE PERSON(S) SIGNING THESE ARTICLES ARE:

PATRICIA V. CARRILLO-DELGADO
980 N. FEDERAL HWY., SUITE 206
BOCA RATON, FL 33432



PATRICIA V. CARRILLO-DELGADO

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

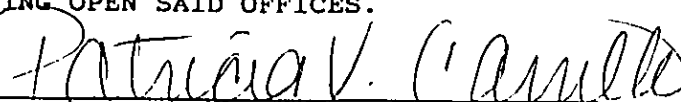
IN PURSUANCE OF CHAPTER 48.091 FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED, IN COMPLIANCE WITH SAID ACT:

DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS
PRINCIPAL OFFICE AT:

HAS NAMED AGENT: PATRICIA V. CARRILLO-DELGADO
980 N. FEDERAL HWY., SUITE #206
BOCA RATON, FL 33432

ACKNOWLEDGEMENT:

HAVING BEEN NAMED TO ACCEPT SERVICE OF THE PROCESS FOR THE ABOVE STATED
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT
TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE PROVISION OF SAID
ACT RELATIVE TO KEEPING OPEN SAID OFFICES.



PATRICIA V. CARRILLO-DELGADO
REGISTERED AGENT

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBER HAS EXECUTED THESE ARTICLES OF INCORPORATION ON THIS 15TH DAY OF MARCH 1995.

Patricia V. Carrillo
PATRICIA V. CARRILLO-DELGADO

STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME, NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGEMENTS IN THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED KNOW TO ME TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND ACKNOWLEDGED BEFORE ME THAT HE EXECUTED THESE ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED MY OFFICIAL SEAL, IN THE STATE AND COUNTY AFORESAID, THIS 15TH DAY OF MARCH 1995.

NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

MY COMMISSION EXPIRES ON: