

P95000033132

SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 27 PM 2:54

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

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

- M. A. E' Q. REPRESENTATIVES OF EL CENTRO AMERICANO
(Corporation Name) (Document #) INC.
- _____ (Corporation Name) (Document #)
- _____ (Corporation Name) (Document #)
- _____ (Corporation Name) (Document #)

- Walk in Pick up time 2:00 Certified Copy W95-8439
 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

509, 615, 611

Dmc 4/19/95
Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 19, 1995

LAZARUS CORPORATE INDUSTRIES, INC.
890 SW 87 AVENUE SUITE 16
MIAMI, FL 33174

SUBJECT: M.A. & Q. REPRESENTATIVES OF EL CENTROAMERICANO.
(M.A. & Q. REPRESENTATIVES OF THE CENTRAL AMERICAN)
Ref. Number: W95000008439

We have received your document for M.A. & Q. REPRESENTATIVES OF EL CENTROAMERICANO. (M.A. & Q. REPRESENTATIVES OF THE CENTRAL AMERICAN) and check(s) totaling \$122.50. However, your check(s) and document are being returned for the following:

The corporate name must be identical throughout the document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 795A00018444



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 25, 1995

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

SUBJECT: M.A. & Q. REPRESENTATIVES OF EL CENTROAMERICANO, INC.
Ref. Number: W95000008439

We have received your document for M.A. & Q. REPRESENTATIVES OF EL CENTROAMERICANO, INC. and check(s) totaling \$122.50. However, your check(s) and document are being returned for the following:

THE CHECK IS NOT MADE PAYABLE TO: SECRETARY OF STATE

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

Kevin Nickens
Document Specialist

Letter Number: 695A00019499

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 APR 27 PM 2:55

ARTICLES OF INCORPORATION
OF

M.A. & Q. REPRESENTATIVES OF EL CENTROAMERICANO INC
(M.A. & Q. REPRESENTATIVES OF THE CENTRAL AMERICAN INC)

THE UNDERSIGNED SUBSCRIBERS TO THESE ARTICLES OF INCORPORATION, EACH A NATURAL PERSON COMPETENT TO CONTRACT, HEREBY ASSOCIATE THEMSELVES TOGETHER TO FORM A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA

ARTICLE I. NAME

THE NAME OF THE CORPORATION SHALL BE: M.A. & Q. REPRESENTATIVES OF EL CENTROAMERICANO *Inc.*

ARTICLE II. NATURE OF THE BUSINESS

THE NATURE OF THE BUSINESS IS THE MEDIA, ADVERTISING, PUBLICATION, PRINTING AND PUBLIC RELATION.

THE GENERAL NATURE OF THIS BUSINESS TO BE TRANSACTED BY THIS CORPORATION IS: PERFORM ANY LEGAL BUSINESS IN THE STATE OF FLORIDA OR IN THE UNITED STATES.

THE CONDUCT BUSINESS IN , HAVE ONE OR MORE OFFICERS IN AND BUY, HALAD, MORTGAGE, SELL, CONVEY, LEASE OR OTHER WISE DISPOSE OF REAL AND PERSONAL PROPERTY, INCLUDING FRANCHISES, PATENTS, COPYRIGHTS TRADEMARKS, AND LICENSES, IN THE STATE OF FLORIDA, AND IN ALL OTHERS STATES AND COUNTRIES.

TO CONDUCT DEBTS AND BORROW MONEY, ISSUE AND SELL OR PLEDGE BONDS, DEBENTURES, NOTES AND OTHERS EVIDENCES OF INDEBTNESS, AND EXECUTE SUCH MORTGAGES, TRANSFER OR CORPORATE PROPERTY OR OTHER INSTRUMENTS TO SECURE THE PAYMENTS TO CORPORATE INDEBTNESS AS REQUIRED

TO PURCHASE THE CORPORATE ASSETS OF ANY OTHERS CORPORATION AND ENGAGE IN THE SAME OR OTHER CHARACTER OF BUSINESS.

TO GUARANTEE, ENDORSE, PURCHASE, HOLD, SELL, TRANSFER, MORTGAGE, PLEDGE OR OTHERWISE ACQUIRE OR DISPOSE OF SHARES OF THE CAPITAL STOCK OF, OR ANY BONDS, SECURITIES, OR OTHER EVIDENCES OF INDEBTNESS CREATED BY ANY OTHER CORPORATION OF THE STATE OF FLORIDA OR ANY OTHER STATE OF GOVERNMENT, AND WHILE OWNER OF SUCH STOCK, TO EXERCISE ALL THE RIGHTS, POWERS AND PRIVILEGES OF OWNERSHIP, INCLUDING THE RIGHT TO VOTE SUCH STOCK.

ARTICLE III. CAPITAL STOCK

ARTICLE III. CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES OF STOCK THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME IS, 500 (FIVE HUNDRED) SHARES OF COMMON STOCK HAVING A NOMINAL OF \$ 1.00 PAR/VALUE.

ARTICLE IV. INITIAL CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION WILL BEGIN BUSINESS WITH IS, \$ 500 (FIVE HUNDRED DOLLARS & 00/100)

ARTICLE V. TERM OF EXISTENCE

THIS CORPORATION IS TO EXIST PERPETUALLY.

ARTICLE VI. ADDRESS.

THE INITIAL POST OFFICE ADDRESS OF THIS CORPORATION IN THE STATE OF FLORIDA IS: 188 NW 104 STREET. MIAMI SHORES, FLORIDA 33150.

THE BOARD OF DIRECTORS MAY, FROM TIME TO TIME, MOVE THE PRINCIPAL OFFICE TO ANY OTHER OFFICE IN FLORIDA.

ARTICLE VII. STOCKHOLDERS

THE STOCKHOLDERS OF THIS CORPORATION ARE:

FRANCISCO G QUINONEZ T	50%
EDUARDO QUINONEZ T	50%

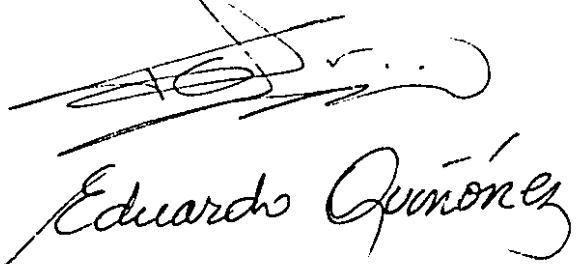
ARTICLE VIII. DIRECTORS.

THE CORPORATION SHALL HAVE, FIVE DIRECTORS INITIALLY, THE NUMBER OF DIRECTORS MAY INCREASED OR DIMINISHED FROM TIME TO TIME, BY-LAWS ADOPTED BY THE STOCKHOLDERS, BUT SHALL NEVER BE LESS THAT ONE (1)

ARTICLE IX. INITIAL DIRECTORS AND OFFICERS.

FRANCISCO G QUINONEZ T.	PRESIDENTE
188 NW 104 STREET	
MIAMI SHORES, FLA 33150	

EDUARDO QUINONEZ T.	SECRETARY
12285 NW 7TH STREET	
MIAMI, FL 33182	



ARTICLE X. REGISTERED AGENT & ADDRESS

THE REGISTERED OFFICE SHALL BE AT 188 NW 104 STREET. MIAMI SHORES
FLA, 33150 AND THE REGISTER AGENT IS FRANCISCO G QUINONEZ T.


ARTICLE XI AMENDMENT

THE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED
BY LAWS. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF
DIRECTORS PROPOSED BY THEM TO THE STOCKHOLDER, AND APPROVED AT
STOCKHOLDER MEETING BY MAJORITY OF THE STOCK ENTITLED TO VOTE
THEREON.

ARTICLE XII. INCORPORATORS SIGNATURE

FRANCISCO G QUIÑONEZ T.
188 NW 104 ST
MIAMI SHORES FL 33150

EDUARDO QUIÑONEZ T.
12285 NW 7TH STREET
MIAMI FL 33182



SIGNATURE OF INCORPORATOR



SIGNATURE OF INCORPORATORS

PREPARED BY : FRANCISCO G QUINONEZ T
188 NW 104 STREET.
MIAMI SHORES, FL 33150
TEL (305) 758-8760

DATE: MIAMI, FLORIDA , APRIL 18 OF 1995

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

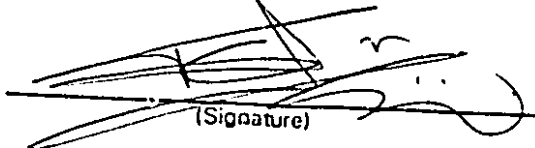
PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: M.A. & Q. Representatives of
El Centroamericano, Inc.

2. The name and address of the registered agent and office is:

Francisco G. Quinonez T.
(Name)
188 NW 10th St.
(P.O. Box not acceptable)
MIAMI SHORES FLA 33150
(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Signature)

04/24/95.
(Date)