

95 0000 35408

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05 MAY -5 PM 1:22

RECEIVED

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

500001479395  
-05/08/95--01084--017  
\*\*\*\*122.50 \*\*\*\*122.50

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

1. Coluenco International, Inc.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(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

NANCY HENDRICKS MAY - 5 1995

Examiner's Initials

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SECRET  
TALLAHASSEE

ARTICLES OF INCORPORATION  
OF  
COVENCO INTERNATIONAL, INC.

The undersigned, for the purpose of forming a corporation under the law of the State of Florida, do hereby adopt the following Articles of Incorporation:

ARTICLE ONE

NAME

The name of the corporation shall be:  
COVENCO INTERNATIONAL, INC.

ARTICLE TWO

CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE THREE

PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. Import and Export and all purposes and activities permitted under the laws of the State of Florida and the United States of America.
2. To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses in the State of Florida, and in all other states and countries.
3. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes, and other evidence of indebtedness, and executed such mortgages, transfers of corporate property, or other instruments to secure the payments of corporate indebtedness as required.
4. To purchase the corporate assets of any other corporation and engage in the same or other character of business.

5. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares or the capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other corporation of the State of Florida or any other state government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock,

6. To engage in any activities or business permitted under the laws of the United States and Florida.

7. To do such other things as are incidental to the foregoing or necessary or desirable to order to accomplish the foregoing.

#### ARTICLE FOUR

##### **CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

#### ARTICLE FIVE

##### **REGISTERED OFFICE AND AGENT AND PRINCIPAL OFFICE**

The street address of the initial and principal registered office of the corporation and the name of its initial registered agent at such address is:

LUIS MONTERO  
10300 S.W. CORAL WAY, APT.  
Apt. A-13  
Miami, Florida 33165

#### ARTICLE SIX

##### **INCORPORATORS AND/OR SUBSCRIBERS**

The name and address of each incorporator is:

LUIS MONTERO  
10300 S.W. Coral Way  
Apt. A-13  
Miami, Fl. 33165

JOSE A. MARTINEZ J.  
e/146 con Av. 66  
#146-180  
Edificio Toquemar

**ARTICLE SEVEN**  
**PREEMPTIVE RIGHTS**

Every shareholder upon the sale for cash of 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 prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which the new stock is offered to others.

**ARTICLE EIGHT**  
**INDEMNIFICATION**

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

**ARTICLE NINE**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE TEN**

**NUMBER OF DIRECTORS**

The number of Directors of the corporation shall be set from time to time by the By-Laws of the corporation but shall be at least one (1).

**ARTICLE ELEVEN**

**FIRST BOARD OF DIRECTORS AND STOCKHOLDERS**

The names and street addresses of the members of the First Board of Directors of the corporation are as follows:

- 1) LUIS MONTERO, 10300 S.W. Coral Way, Apt. A-13  
Miami, Florida
- 2) JOSE A. MARTINEZ J., 4ta Av. Campo Alegre  
Caracas, Venezuela

The initial stock authorized to issue of 100 shares single class with a par value of one dollar (\$1.00) per share shall be distributed as follows:

LUIS A. MONTERO	25 shares
JOSE A. MARTINEZ J.	75 shares

IN WITNESS WHEREOF, THE UNDERSIGNED have made and subscribed  
these Articles of Incorporation at Miami, Dade County, Florida on  
the 3 day of March, 1995.

X   
\_\_\_\_\_  
LUIS MONTERO

X   
\_\_\_\_\_  
JOSE A. MARTINEZ J.

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**ACKNOWLEDGMENT AND ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT**

Having been named to accept service of process for the above stated corporation, at the place designed in these Articles 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 of the Florida General Corporation Act.

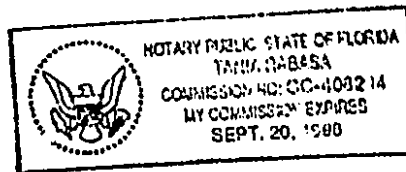
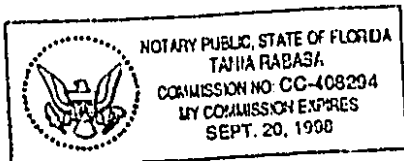
Dated May 3, [Signature], 1995.  
x LUIS MONTERO

STATE OF FLORIDA  
COUNTY OF DADE

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgements, personally appeared LUIS MONTERO to me known to be the persons described as subscribers in and who executed the foregoing described Articles of Incorporation, and they acknowledged before me that they subscribed their names hereto for the purposes therein expressed.

WITNESS my hand and official seal at Miami, Dade County, Florida this 3 day of May, 1995.

Tania Rabasa  
NOTARY PUBLIC, STATE OF FLORIDA  
My commission expires:



P95000035408

DEBIT MEMORANDUM

DATE

NUMBER

TO :  
DEPARTMENT OF STATE

05-22-95

03844

STATE OF FLORIDA  
OFFICE OF STATE TREASURER  
TALLAHASSEE FLORIDA

FUND	AMOUNT	REASON RETURNED	KEY #
GENERAL REVENUE	0.00	INSUFFICIENT FUNDS	1
TRUST	1,297.50	ACCOUNT CLOSED	2
OTHER		UNCOLLECTED FUNDS	3
TOTAL	1,297.50	OTHER	4

CROSS REF	SAMAS CODE	DISTRIBUTION	REASON	AMOUNT
12	45-20-2-130001-45300000-00-000100-00		4	122.50
12	45-20-2-130001-45300000-00-000100-00		4	200.00
12	45-20-2-130001-45300000-00-000100-00		4	200.00
12	45-20-2-130001-45300000-00-000100-00		1	775.00

GRAND TOTAL: \$ 1,297.50

53644-A

Process Date: 05/11/95

The above named fund(s) has been reduced by the amount of 200001507368  
this check(s) under authority of Section 215.34, F.S.

State Treasurer

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