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OTHER FILINGS	REGISTRATION/	W95.8919
Annual Report	QUALIFICATION	W95.8919 B B
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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

April 26, 1995

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

SUBJECT: J & L TILE, CORP. Ref. Number: W95000008917

We have received your document for J & L TILE, CORP, and check(s) totaling \$78.75. However, your check(s) and document are being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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

Kevin Nickens Document Specialist

Letter Number: 295A00019796



CERTIFICATE OF INCORPORATION OF J & D TILE, CORP.

Wo, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida. Providing for the formation, rights, privileges, immunities and liabilities of incorporation for profit.

ARTICLE I

The name of the corporation should be:

J & D TILE, CORP.

ARTICLE II

The corporation will engage in any activity or business permitted under the laws of the State of Florida and the United States of America.

ARTICLE III

The maximum number of shares which the corporation is authorize to issue and have outstanding at any one time is 100 shares of common stock, which shares shall be of no par value.

All stock is to be issued as fully paid and exempt from assessment.

ARTICLE IV

The pledge, sale, transfer or other disposition of the capital stock may be governed and restricted by the by-laws or written agreement among the stockholders which shall be on file in the office of the corporation.

ARTICLE V

The amount of capital with which its corporation may begin doing business shall be not less than five hundred dollars (\$500.00)

ARTICLE VI

The existence of the corporation is perpetual.

ARTICLE VII

The initial post office address of the principal office of the corporation in the State of Florida Isi 15161 SW 112 TERRACE, MIAMI, FL 33196 directors may from time to time move the principal office to any other address in the State of Florida. The registered address of the corporation is: 15161 SW 112 TERRACE MIAMI. FL 33196 The registered agent at the address is JORGE A ARCE

ARTICLE VIII

The business of the corporation shall be managed by a board of directors consisting of no less than two nor more than five directors. A quorum for the holding of a meeting of the board of directors and for the transactions of any business which will be properly done by the directors on behalf of the corporation shall consist of majority of members thereof; but the directors, by unanimous consent in writing, included among the minutes of the corporation, may consent to the doing of any act and such consent in writing shall have the same force and effect as though the said act had been done and authorized at a meeting at which a quorum had been present, or such duties may be delegated to an executive committee.

ARTICLE IX

The names and post office of the members of the first board of directors and the slate of corporate officers are as follows:

JORGE A ARCE PRESIDENT DESPRADEL LUGO SECRETARY

15161 SW 112 TERRACE MIAMI, FLORIDA 33196 14735 SW 90 TERRACE MIAMI, FLORIDA 33196

ARTICLE X

THE STOCK OF THE CORPORATION MAY BE ISSUED PERSUANT TO THE PROVISIONS OF SECTION 1244 OF THE INTERNAL REVENUE SERVICE CODE, SO THAT THE STOCKHOLDERS OF THE Corporation MY RECEIVE THE BENEFITS PROVIDED THEREUNDER.

IN WITNESS WHEREOF, WE HAVE HEREUNTO SET OUR HANDS AND SEALS, THIS 24 DAY OF APRIL OF 1995.

lose f. fec J. JORGE A ARCE 15161 SW 112 TERRACE

MIAMI, FL 33196

Destradel Sugo

DESPRADEL LUGO 14735 SW 90 TERRACE MIAMI, FL 33196



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

Persuant to the provisions of the section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida.

The name of the corporation is J&D TILE, CORP. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at city of Miami, State of Florida has named:

JORGE A ARCE

located at 19161 SW 112 TERRACE, MIAMI, FL 99196 agent to accept process in State of Florida County of Dade.

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.

JORGE A ARCE

REGISTERED AGENT