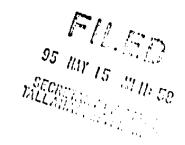
· P950000 38235

LAZARUS CORPORATE INDUSTRIES, INC. (Requestor's Name) 89D S.W. 87 AVENUE. SUITE: 16 (Address) MIAMI, FLORIDA 33174 (305)552-5973 (City, State, Zip) (Phone #) LOCAL REPRESENTATIVE TALLAHASSEE		OFFICE USE ONLY	")
(904)385-6735			
		MBER(S) (if known): - CORPORATION (Document #)	
2. (Corporation Name)		(Document €)	
3, (Corporation Name)		(Document #)	
4. (Corporation)	Name)	(Document #)	
Walk in Dick	up time 2156	Certified Copy	
Mail out Will		Certificate of Status 05/16/9501131023	56 75
NEW FILINGS	AMENDMENTS		
//Profit	Amendment		
NonProfit	Resignation of R.A., Office		
Limited Liability	Change of Registered Age	THE SE	
Domestication	Dissolution/Withdrawal	SE HAY	
Other	Merger	S = 0	
OTHER FILINGS	REGISTRATION/ QUALIFICATION	i verification of the second o	
Annual Report	Foreign	RATIO	
Fictitious Name	Limited Partnership		
Name Reservation —	Reinstatement	NANCY HENDRICKS NAY: 1 5 1995	
	Trademark		

Examiner's Initials

CR2E031(10/92)

Other



CERTIFICATE OF INCORPORATION OF CHARLIE & CHARLIE CORPORATION

We, 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:

CHARLIE & CHARLIE CORPORATION

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 is: 7400 NW 7 STREET SUITE 106, MIAMI, FL 33126 The board of 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: 7400 NW 7 STREET SUITE 106, MIAMI, FL 33126

The registered agent at the address is JUAN CACERES

ARTICLE VIII

The business of the corporation shall be managed by a board directors consisting of no less than two nor more than A quorum for the holding of a meeting of five directors. 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 been done and authorized at a meeting at which a quorum 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:

JUAN A CACERES PRESIDENT EDUARDO A CAMINO SECRETARY

7400 NW 7 STREET SUITE 106 MIAMI, FLORIDA 33126 7400 NW 7 STREET SUITE 106 MIAMI, FLORIDA 33126

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 WIT ESS WHEREOF, WE THE INCORPORTORS HAVE HEREUNTO SET OUR HANDS AND SEALS, THIS 10TH DAY OF MAY OF 1995.

EDUARDO A CAMINO

7400 NW 7 ST AUITE 106

MIAMI, FL 33126 MIAMI, FL 33126

SUITE



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF 5. OCESS 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 CHARLIE & CHARLIE CORPORATION 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:

JUAN A. CACERES

located at 7400 NW 7 ST SUITE 106, MIAMI, FL 33126 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 process 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.

JUAN A CACERES REGISTERED AGENT