

P950000 39866

LAZARUS CORPORATE INDUSTRIES, INC.

(Responsible Name)

890 S.W. 87 AVENUE, SUITE 16

(Address)

MIAMI, FLORIDA 33174 (305) 552-5973

(City, State, Zip)

(Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

(904) 385-6775

OFFICE USE ONLY

800001497188

-05/23/95--01119--004

****122.50 ****122.50

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

1. Way-1 Express 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 19 1995

Examiner's Initials

ARTICLES OF INCORPORATION
OF
WAY-1 EXPRESS INTERNATIONAL INC.

FILED

95 MAY 18 PM 12:42

SECRET
TALLAHASSEE

I, the undersigned, hereby make, subscribe, acknowledge, and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I
IDENTIFICATION

The name of this corporation shall be Way-1 Express International Inc.

ARTICLE II
DURATION

This corporation shall have perpetual existence which shall commence on the date of the filing of these Articles with the Secretary of State.

ARTICLE III
PURPOSES

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

ARTICLE IV

AUTHORIZED SHARES

The capital stock of this corporation shall consist of -500- shares of Common Stock of \$1.00 par value each, all or part of said stock to be issued from time to time as may be determined by the Board of Directors. There shall be no preemptive right granted to the stockholders with respect to the shares of the corporation. Upon dissolution or liquidation of the corporation, holders of the stock shall be entitled to distribution ratably as their holdings may appear upon the stock record of the corporation.

ARTICLE V

REGISTERED AGENT AND OFFICE

The initial registered agent of this corporation and ~~her~~^{the} principal office is Maria Menendez, 11218 S.W. 62 Lane, Miami, FL 33173.

ARTICLE VI

DIRECTORS

1. The corporation shall have at least three directors, but the Bylaws may provide for the increase or decrease in the number of directors, provided that the number of Directors shall never be less than one.

2. The corporation shall initially have three director(s).
The name and address of the initial director(s) are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Maria Menendez	11218 S.W. 62 Lane, Miami, FL 33173
Guillermo Sagastume	11218 S.W. 62 Lane, Miami, FL 33173
Patricia Menendez	4455 S.W. 10 St., Miami, FL 33134

ARTICLE VII

INITIAL OFFICERS

The names of the initial officers of the corporation, who shall hold office until the first meeting of directors or until their successors are elected and qualified or until their earlier resignation, removal from office or death, are:

Maria Menendez	- President/Treasurer
Guillermo Sagastume	- Vice President
Patricia Menendez	- Secretary

ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator(s) of these Articles of Incorporation is as follows:

Maria Menendez, 11218 S.W. 62 Lane, Miami, FL 33173.

ARTICLE IX

ADDITIONAL PROVISIONS

The following additional provisions for the regulation of the business and for the conduct of the affairs of the corporation, and creating, dividing, limiting and regulating the powers of the corporation, its stockholders, and Directors are hereby adopted as a part of these Articles of Incorporation:

1. The Board of Directors from time to time shall determine whether and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of the corporation, or any of them, shall be opened to the inspection of the stockholders, and no stockholder shall have the right to inspect any account or document of the corporation, except as conferred by a statute or authorized by the Board of Directors or by resolution of the stockholders.

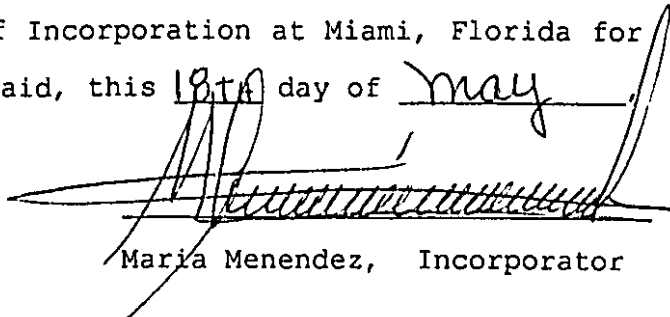
2. No person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office in this corporation.

3. Except as otherwise provided by law, the Directors may prescribe a method or methods for replacement of lost certificates, and may prescribe reasonable conditions by way of security upon the issuance of new certificates therefore.

4. This corporation shall indemnify any officer, counsel or Director, and any former officer, counsel or Director, to the full extent provided by law. This corporation may provide such indemnification, or a portion thereof, through the purchase of insurance.

5. The power to adopt, alter, and repeal Bylaws shall be in the Board of Directors of the corporation or in the stockholders; Bylaws adopted by the Board of Directors may be altered or repealed by the stockholders and vice versa, except that the stockholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, amended, or repealed by the Board of Directors.

IN WITNESS WHEREOF, the undersigned has (have) made and subscribed these Articles of Incorporation at Miami, Florida for the uses and purposes aforesaid, this 18th day of May, 1995.


Maria Menendez, Incorporator

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared Maria Menendez to me well known to be the person described in and who subscribed the above and foregoing (or attached) Articles of Incorporation; and she freely and voluntarily acknowledged before me according to law that made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, at Miami, Florida, this 18th day of May, 1995.



OFFICIAL SEAL
CAROLA E. VILLAGELIU
My Commission Expires
April 24, 1996
Comm. No. CC 18885B

A handwritten signature in cursive script, appearing to read "Carola E. Villageliu", written over a horizontal line.

Notary Public

FILED

95 MAY 19 PM 4:0

SECRET
TALLAH

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 607, Florida Statutes, the following is submitted in compliance with said Chapter: Way-1 Express International Inc. desiring to organize under the laws of the State of Florida has designated Maria Menendez with offices at 11218 S.W. 62 Lane, Miami, FL 33173, as its registered agent to accept service of process within this state, as indicated in the foregoing Articles of Incorporation.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity and I agree to comply with the provisions of Chapter 607 of the Florida Statutes keeping open said office.

Date: 05/18/95

By 

Maria Menendez, Registered Agent