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	LAZARUS CORPORATI	INDUSTRIES, INC.									
	890 S.W. 87 AVENU										
	(Address)										
	MIAMI, FLORIDA (City, State, Zip)	33174 (305)552-5973 (Phone #)	OFFICE USE ONLY								
	LOCAL REPRESENTAT										
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7	NEW FILINGS	AMENDMENTS		28 2194							
<u>/</u> _	Profit	Amendment		<u> </u>							
 	NonProfit	Resignation of R.A., Officer/	Director	VIS 56							
	Limited Liability	Change of Registered Agent		星景四							
<u> </u>	Domestication	Dissolution/Withdrawal		^等 32 芒							
	Other	Merger		RECEIVED 95 KAY 31 M II: 04 DIVISION OF CORPORATION							
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	OTHER FILINGS	REGISTRATION/ QUALIFICATION		0110							
	Annual Report	Foreign	$\angle 0$	**							
	Fictitious Name Limited Partnership		7110								
	Name Reservation	Reinstatement									
	Ì	Trademark									
		Other	Examiner	's Initials							
	CR2E031(10/92)	30.01	<u> </u>								

ARTICLES OF INCORPORATION OF

PEDER BONNIER, INC.

The undersigned Incorporator to these Articles of Incorporation, a Florida corporation, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. CORPORATE NAME

The name of this Corporation shall be:

Peder Bonnier, Inc.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws in the State of Florida.

ARTICLE III. CORPORATE POWERS

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is five hundred (500) shares of common stock having a par value of One (\$1.00) Dollar per share.

Shares may be issued only for a consideration having value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and nonassessable.

ARTICLE IV. TERM OF EXISTENCE

This corporation shall have a perpetual existence.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The initial Registered Agent and the street address for this Corporation in the State of Florida shall be:

Peder Bonnier 6510 Grenada Boulevard Coral Gables, FL 33146

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have <u>one (1)</u> director(s) initially. The number of directors may be increased or diminished from time to time through By-Laws adopted by the stockholders. However, the corporation shall have no less than one director at any time.

ARTICLE VII. INITIAL DIRECTORS

The names and post office addresses of each member of the initial board of directors of this Corporation are:

Peder Bonnier 6510 Grenada Boulevard Coral Gables, FL 33146

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. PRINCIPAL AND REGISTERED ADDRESSES

This corporation shall maintain its principal office and registered office address at:

6510 Grenada Boulevard Coral Gables, FL 33146

ARTICLE IX. INCORPORATOR

The name and post office address of each Incorporator executing these Articles of Incorporation are as follows:

Peder Bonnier 6510 Grenada Boulevard Coral Gables, FL 33146

ARTICLE X. CONFLICT OF INTEREST

No contract between this Corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the officers or directors of this Corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers or directors of this Corporation may be the other individual or individuals contracting with this Corporation.

ARTICLE XI. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by at least a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII. PREEMPTIVE RIGHTS

Every shareholder, upon the issuance or sale of either new or treasury stock for eash, property, services, in payment of corporate debts or otherwise, shall have the right to purchase his or her proportionate share thereof.

the foregoing Articles of Incorporation as of the 29 day of May 1995.
PEDER BONNIER
STATE OF FLORIDA)
COUNTY OF DADE)
BEFORE ME, a Notary Public, personally appeared Peder Bonnier, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation.
WITNESS my hand and official seal at Miami, Florida this 29 day of May
My Commission Expires:
Notary's Printed Name
DENEEN MAYES TRONZO MY COMMISSION # CC 304394 EXPIRES: August 24, 1997 Bonded Thru Notary Public Underwriters

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

Pursuant to Florida Statute 48.091, the following is submitted, in compliance with said Statute:

Tha <u>t</u>		BONNIER,					1
desiring to organized indicated in the A	rticles of Inco	laws of the orporation, a	t Miami,	Dade Count	y, State	of Florida	ı, has
named Peder I Coral Gables			, whos	e address is _	6510	Grenada	Boulevard,
				, as its	s agent t	o accept se	rvice
of process within t	his state.						

ACKNOWLEDGEMENT

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

PEDER BONNIER

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