

P95000042367

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) 385-6715

OFFICE USE ONLY

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

1. TROPICool CORP  
(Corporation Name)

(Document #)

2. \_\_\_\_\_  
(Corporation Name)

(Document #)

500001504495  
-06/02/95--01034--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 30, 1995

LAZARUS

MIAMI, FL

SUBJECT: TROPICOOOL INC.  
Ref. Number: W95000011157

We have received your document for TROPICOOOL INC. 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.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6931.

Steven Godfrey  
Corporate Specialist

Letter Number: 395A00027035

ARTICLE OF INCORPORATION  
OF  
TROPICCOOLERS CORP.

ARTICLE I - NAME  
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The name of this corporation shall be:

TROPICCOOLERS CORP.

ARTICLE II - NATURE OF BUSINESS  
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This corporation may engage in the transaction of any and all activities permitted under the Laws of the State of Florida and the United States of America.

ARTICLE III - CAPITAL STOCK  
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The maximum number of shares of stock that this corporation is authorized to issue at any time is 60 common non par value shares.

ARTICLE IV - TERM OF EXISTENCE  
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The corporation shall exist perpetually unless dissolved sooner according to law.

ARTICLE V - ADDRESS  
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The initial place of business address of this corporation in the State of Florida is:

15529 S. W. 69 ST  
MIAMI, FL 33193-2130

The corporation retains the power of moving its offices to any other address in Florida, as may from time to time be determined and authorized by its Board of Directors.

FILED  
95 MAY 31 PM 3:48  
S.D. FLORIDA

## ARTICLE VI - DIRECTORS

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This corporation shall have 1 Directors initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the By-laws, but shall never be less than one(1).

The corporation shall indemnify and hold harmless each person who shall serve at anytime hereafter as director or officer of the corporation and any person who serves at the request of this corporation, as director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason his having heretofore or hereafter been a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any claim or liability provided that no person shall be indemnified against, or be reimbursed for any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willfull misconduct in the performance of his duties.

The rights accruing to any person under the forgoing provision shall not exclude any right to which he may be lawfully entitled nor shall any herein contained restrict the right of the corporation, indemnified reimburse such person in any proper case even though not specifically herein provided for.

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any do the directors of the corporation are pecuniarity or otherwise interested in, or are directors or officers of, such other corporation; Any director individually, or any firm of which any director may be a member, may be a party to, or may pecuniarity or otherwise interested, any contract or transaction of the corporation provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, and may vote threat to authorize any such contract or transaction, with the like force and effect as if he were not such director or officer of such other corporation or not so interested.

ARTICLE VII - INITIAL BOARD OF DIRECTORS  
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The name and addresses of the members of the first Board of Directors who shall hold office until the first annual meeting of shareholder and/or until their successors are elected and qualified or until their earlier resignation, removal from office, or death are:

NAME  
-----

ADDRESSES  
-----

ANTONIA VALDES  
PRESIDENT/TREASURER/SECRETARY

15529 S. W. 67 ST  
MIAMI, FL 33193-2130

ARTICLE VIII - SUBSCRIBERS  
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The name and post office address of each subscriber of these Articles of Incorporation are:

NAME  
-----

ADDRESSES  
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ANTONIA VALDES  
PRESIDENT/TREASURER/SECRETARY

15529 S. W. 69 ST  
MIAMI, FL 33193-2130

ARTICLE IX - INITIAL REGISTERED OFFICE AND AGENT  
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The registered office address for this corporation in the State of Florida will be:

15529 S. W. 69 ST  
MIAMI, FL 33193-2130

Its registered agent:

ANTONIA VALDES

ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended in any or as many respects as may be desired, provided that the amended articles contain only such provisions as might be lawfully contained in the original articles at the time of the amendment.

A charter amendment requires the affirmative vote of the holders of a majority of the shares entitled to vote thereon. Restated articles of incorporation may be adopted.

IN WITNESS WHEREOF, the undersigned have made, subscribed and acknowledged these Articles of Incorporation, this 26th day of May, 1995.

*Antonina M. Valdes*

ANTONIA VALDES  
PRESIDENT/TREASURER/SECRETARY

FILED  
95 MAY 31 PM 3:49  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)

COUNTY OF DADE ) SS:

I HEREBY CERTIFY, that on this 26th day of May, 1995, personally appeared before me, an authorized officer duly commissioned to administer oaths and take acknowledgements,

ANTONIA VALDES

the persons who executed the foregoing Articles of Incorporation, and acknowledged that they signed and executed the same for the uses and purposes there in stated.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Dade County, Florida, The day and year above written.

IDENTIFICATION PRODUCED:  
DRIVER LICENSE

*Rosendo Suarez*  
Notary Public

OFFICIAL NOTARY SEAL  
ROSENDO SUAREZ  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC291927  
MY COMMISSION EXP. JULY 15, 1997

CERTIFICATION OF DESIGNATED REGISTERED AGENT/REGISTERED OFFICE

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.

*Antonina M. Valdes*

ANTONIA VALDES  
15529 S. W. 69 ST  
MIAMI, FL 33193-2130

**P95000042367**

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

0000000118324845  
7 21 96-01183-017  
\*\*\*\*\*00 \*\*\*\*\*25.00  
Office Use Only

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

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2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

FILED  
96 MAY 2 AM 10:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- ☒ Walk in ☒ Pick up time 2:00 ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

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<input type="checkbox"/>	Other

Examiner's Initials

FILED

Articles of Amendment  
to  
Tropicoolers Corp.

96 MAY 21 AM 10:24

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1106(1), Florida Statute, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

FIRST:

The name of the corporation is: Tropicoolers, Corp.

SECOND:

AMENDMENT ADOPTED  
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Changed to Article VII- Officers and Directors of the Corporation

The following person was elected to hold the following position:

Gustavo Ugarte-President/Secretary/Treasurer  
15529 S. W. 69 St.  
Miami, Fl 33193-2130

THIRD:

Date of Adoption  
-----

The amendment was adopted May 15, 1996

FOURTH:

ADOPTION OF AMENDMENT  
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The amendment was approved by shareholders. The number of votes cast for the amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 15th day of May 1996

Antonia M. Valdes  
Antonia Valdes-President  
Tropicoolers Corp.