

P950000 48068

JUN 20 AM 11:45
DIVISION OF CORPORATION

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. U & D CARIBBEAN & AMERICAN GROCERY
(Corporation Name) (Document #) INC.

2. _____
(Corporation Name) (Document #)

3. _____ 700001520527
(Corporation Name) (Document #) 06/22/95 01039--018

4. _____
(Corporation Name) (Document #) ****122.50 ****122.50

☒ 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 |

769-1415
NANCY HENDRICKS JUN 20 1995

ARTICLES OF INCORPORATION
OF
U & D CARIBBEAN & AMERICAN GROCERY, INC.

FILED
95 JUN 20 PM 2:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, subscribes to and forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is: U & D CARIBBEAN & AMERICAN GROCERY, INC.

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any activity of business permitted under the laws of the United States and of this State. These activities may include, but are not in anywise limited to the operation of the following business.

- a) To engage in the business of Wholesale and Retail Sales of groceries and general merchandise for any firm, association, or corporation, without restriction in this State and any other state of the United States.
- b) To conduct any and all types of business and operations to have one or more offices/stores in this state and in any other state of the United States.
- c) To borrow money and contract debt when necessary in the purchase of, or acquisition of real, personal, and intangible property, business right or franchise, or for additional working capital, or for any other object in or about its business or affairs and without limits to amounts; and to secure the payment of money in any lawful manner.
- d) To exercise all of the powers which are now, or may hereafter be conferred upon corporations generally by the laws of the United States and of this State.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of common stock that this corporation is authorized to have outstanding at any time is; ONE HUNDRED (100) shares common stock, each share having the par value of FIVE DOLLARS (\$5.00).

ARTICLE IV - INITIAL CAPITAL

The amount of the initial capital with which this corporation shall begin business is: FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE V- TERM OF EXISTENCE

This corporation shall have perpetual existence, unless sooner dissolved by law.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial ^{Principal} registered office of this corporation is: 14087 West Dixie Highway, North Miami, Florida 33161, and the name of the initial registered agent of this corporation at that address is UNICE POYSER.

ARTICLE VII - DIRECTORS

The corporation shall have ONE (1) DIRECTOR initially whose name and street address is as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|---|--|
| UNICE POYSER President/Secretary/Treasurer | 3420 SW 63rd Way Miramar, Fl. 33023 |

ARTICLE VIII - SUBSCRIBERS

The name of the subscriber to these Articles of Incorporation and the number of shares of the \$5.00 par value common stock of this corporation which they agree to take is as follows:

| <u>NAME</u> | <u>ADDRESS</u> | <u>SHARES</u> |
|---|--|---------------|
| Unice Poyser President/Secretary/Treasurer | 3420 SW 63rd Way Miramar, FL. 33023 | 100% |

ARTICLE IX - OFFICERS

The name and street address of the officer of this corporation is as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|---|--|
| Unice Poyser President/Secretary/Treasurer | 3420 SW 63rd Way Miramar, Fl. 33023 |

IN WITNESS WHEREOF, I have hereunto set my hand and seal,
acknowledged and filed the foregoing Article of Incorporation
under the laws of the State of Florida this 16th day of
JUNE, 1995.

Unice Poyser (SEAL)
UNICE POYSER
PRESIDENT/SECRETARY/TREASURER

State of Florida)
) ss
County of Dade)

BEFORE ME, personally appeared UNICE POYSER, to me well known,
and known to me to be the individual described in and who executed
the foregoing Articles of Incorporation and acknowledged before
me that they executed the same for the purposes herein described.

WITNESS MY HAND, and official seal in the county and state
named above this 16th day of June, 1995.

MY COMMISSION EXPIRES: _____

Hewie Chin
NOTARY PUBLIC

State of Florida at Large



HEWIE CHIN
My Commission CC400747
Expires Aug. 14, 1998
Bonded by ANB
800-862-6678

CERTIFICATE OF RESIDENT AGENT

FILED
95 JUN 20 PM 2:54
SECRET
TALLAHASSEE

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act.

FIRST: that U & D Caribbean & American Grocery, Inc. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at:

City of NORTH MIAMI County of DADE,

State of FLORIDA has named UNICE POYSER

located at 14087 West Dixie Highway, North Miami, Fl. 33161

City of NORTH MIAMI County of DADE,

State of FLORIDA, as its resident agent to accept service of process within this State.

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 agree to comply with the provisions of said Act, relative in keeping open said office.

BY Unice Poyser
UNICE POYSER
RESIDENT AGENT

P95000048068

U & D Caribbean & American Grocery, Inc.
14087 West Dixie Highway
North Miami, Fl. 33161

FLY

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

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

| NEW FILINGS | |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|-------------------------------------|---------------------------------------|
| <input checked="" 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 |

900001549859
-08/01/95--01015--001
*****35.00 *****35.00

~~787, 524, 671~~

Examiner's Initials LEJ

8-22-95



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED

1995 AUG 21 PM 1:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 8, 1995

U & D CARIBBEAN & AMERICAN GROCERY, INC.
14087 West Dixie Highway
North Miami, FL 33161

SUBJECT: U & D CARIBBEAN & AMERICAN GROCERY, INC.
Ref. Number: P95000048068

We have received your document for U & D CARIBBEAN & AMERICAN GROCERY, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amendment must be signed by Unice Poyser.

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) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 595A00037133

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED

1995 AUG 21 PM 1:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

U & D CARIBBEAN & AMERICAN GROCERY, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE VII - DIRECTORS: The names of the directors of the corporation have been amended as follows:

PREVIOUS: UNICE POYSER, President/Secretary/Treasurer
3420 SW 63rd Way
Miramar, Fl. 33023

AMENDMENTS ADOPTED:

| <u>NAME & TITLE</u> | <u>SHARES</u> | <u>ADDRESS</u> |
|-------------------------------------|---------------|--|
| Donald Poyser President/Director | 50% | 3420 SW 63rd Way Miramar, Florida 33023 |
| Unice Poyser Secretary/Treasurer | 50% | 3420 SW 63rd Way Miramar, Florida 33023 |

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

The amendment was adopted by the Board of Directors on July 17, 1995 with full consent of the above parties.

THIRD: The date of each amendment's adoption: July 17, 1995.

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 17th of July, 19 95.

Signature x Unice Poyser
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholder)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

UNICE POYSER

Typed or printed name

INITIAL OFFICER AND DIRECTOR

Title