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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

400001527114
-06/29/95--01058--002
****122.50 ****122.50

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

1. GULFCOAST CONSTRUCTION MANAGEMENT
(Corporation Name) (Document #) CORPORATION
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	
☒	Profit
☐	NonProfit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☐	Amendment
☐	Resignation of R.A., Officer/Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

OTHER FILINGS	
☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION/ QUALIFICATION	
☐	Foreign
☐	Limited Partnership
☐	Reinstatement
☐	Trademark
☐	Other

N. HENDRICKS JUN 28 1995

Examiner's Initials

ARTICLES OF INCORPORATION

OF

GULFCOAST CONSTRUCTION MANAGEMENT CORPORATION

I, the undersigned, being of legal age and natural persons, do hereby subscribe to, acknowledge and file the following articles of incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE 1.0 - NAME.

The name of this corporation shall be Gulfcoast Construction Management Corporation and its address shall be 13951 Southwest 108th Street, Miami, Florida 33186

ARTICLE 2.0 - NATURE OF BUSINESS

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

ARTICLE 3.0 - DURATION

This corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporation existence shall begin is upon filing with the Secretary of State of Florida.

ARTICLE 4.0 - CAPITAL STOCK

This corporation is authorized to issue shares of stock as follows:

- 4.01 DESIGNATION. The stock of this corporation shall be known as Common Stock
- 4.02 AUTHORIZED. The maximum number of shares of Common Stock that this corporation may issue is five hundred (500) shares
- 4.03 PAR VALUE. Each share of Common Stock shall have the par value of One (\$1.00) Dollar.
- 4.04 CONSIDERATION. Shares of Common Stock may be issued in exchange for cash, real property, labor or services rendered, or any combination of the foregoing. In the absence of fraud in the transaction, the judgement of the Board of Directors as to the value of any such consideration shall be conclusive.

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95 JUL 28 1993
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- 4.05 NON ASSESSABILITY. Each share of Common Stock shall be issued in exchange for consideration which is at least equal to the par value thereof, and shall be fully paid and non assessable.
- 4.06 VOTING RIGHTS. Each share of Common Stock shall entitle the owner of record to one (1) vote upon each proposal presented at meetings of the stockholders of the corporation.
- 4.07 DIVIDENDS. Record holders of Common Stock are entitled to receive heir pro rata share of any dividends that may be declared by the Board of Directors out of assets legally available for such purpose.
- 4.08 LIQUIDATION RIGHTS. Holders of Common Stock are entitled, in the event of the liquidation or dissolution of this corporation, to receive their pro rata share of any assets of this corporation remaining after payment of all corporate debts and obligations.

ARTICLE 5.0 - INITIAL PRINCIPAL REGISTERED OFFICE AND AGENT

The street address of the initial Principal/Registered Office of this corporation shall be 13951 Southwest 108th Street, Miami, Florida 33186 with the privilege of having its offices and branch offices at other places within or without the State of Florida. The name of the initial Registered Agent of this corporation at that address is Leonardo L. Caraballo.

ARTICLE 6.0 - INITIAL BOARD OF DIRECTORS

This corporation shall initially have one (1) Director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders. The name and address of the first Director of the Corporation who shall hold office for the first year or until their successors are duly elected and qualified shall be:

NAME	ADDRESS
Leonardo L. Caraballo	13951 Southwest 108th Street Miami, Florida 33186

ARTICLE 7.0 - BY LAWS

The power to adopt, amend or repeal By Laws shall be vested in the Board of Directors and Shareholders who may designate certain articles which the Board of Directors may not change

ARTICLE 8.0 - SHAREHOLDER QUORUM AND VOTING

One hundred (100%) percent of the shares entitled to vote represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of one hundred (100%) percent of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE 9.0 - SHAREHOLDERS MEETING REQUIRED

Any action of the shareholders of this corporation must be taken at a meeting of the shareholders of this corporation, duly called as provided by law.

ARTICLE 10.0 - COMPENSATION

The shareholders of this corporation shall have the exclusive to fix the compensation of directors of this corporation.

ARTICLE 11.0 - NO REMOVAL OF DIRECTORS

The shareholders of this corporation shall not be entitled to remove, without cause, any director from office during his term.

ARTICLE 12.0 - DIRECTOR QUORUM AND VOTING

All of the directors shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of fifty one (51%) percent of the directors present at the meeting or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative vote of fifty one (51%) percent of the directors present and voting, shall be the act of the Board of Directors.

ARTICLE 13.0 - INDEMNIFICATION

This corporation shall idemnify and insure its Officers and Directors to the fullest extent permitted by law either now or hereafter.

The private property of the stockholders shall not be subject to payment of the corporate debts in any extent whatever. The corporation shall have a first lien on the shares of its stockholders and upon the dividends due the for any indebtness of such stockholders to the corporation.

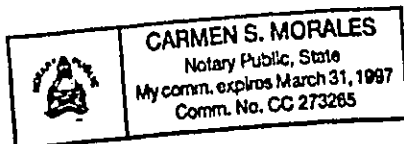
ARTICLE 14.0 - DIVIDENDS

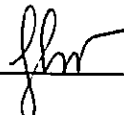
Dividends may be paid to shareholders out of the unreserved and unrestricted earned surplus of the corporation. Dividends payable inshares of any class may be paid to the holders of shares of any other class.

ARTICLE 15.0 - AMENDMENT

This corporation reserves the right to amend or repeal any provisionscontained in these articles of incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

In Witness Whereof, I the undersigned, being the original subsciber to the capital stock hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and agree to take the number of shares hereinabove set forth, and hereunto set our hands and seals this 25th day of June, 1995 A.D.



 _____ SEAL

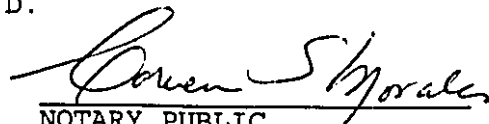
SEAL

STATE OF FLORIDA)
)
)
COUNTY OF DADE)

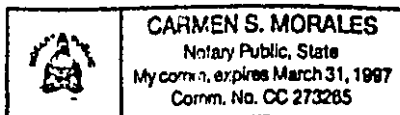
s.s.

BEFORE ME, the undersigned authority, personally appeared Leonardo L. Caraballo to me known to be the person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS, my hand and official seal in the State of Florida, County of Dade this 25th day of June, 1995 A.D.


NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My commission expires:



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95 JUL 23 1995

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

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

First, that Gulfcoast Construction Management Corporation desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the County of Dade, State of Florida, as its 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 provision of said Act relative to keeping open said office.


Resident Agent

STATE OF FLORIDA) s.s.
)

COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Leonardo L. Caraballo to me known to be the person described in and who executed the foregoing Certificate, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS, my hand and official seal in the State of Florida, County of Dade this 25th day of June, 1995 A.D.


NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My commission expires:

