

P95000067098

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

RECEIVED
TALLAHASSEE
AUG 30 1995

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

1. SILHOUETTE BODY WEAR CORP.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 3:00

☒ 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

757-624-671
W95-17447

FILED
95 AUG 30 PM 11:09
TALLAHASSEE
SECRETARY OF STATE

Examiner's Initials

Dmp
8/30/95



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 29, 1995

LAZARUS CORPORATE INDUSTRIES, INC.
890 SW 87 AVENUE #16
MIAMI, FL 33174

SUBJECT: SILHOUETTE BODY WEAR CORP.
Ref. Number: W95000017447

We have received your document for SILHOUETTE BODY WEAR CORP. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 695A00040281

FILED

95 AUG 30 AM 11:02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION

ARTICLE ONE

NAME

The name of this corporation shall be:

SILHOUETTE BODY WEAR CORP.

ARTICLE TWO

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 THREE

TERM OF EXISTENCE

This Corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is:

ARTICLE FOUR

MINIMUM CAPITAL

The amount of capital with which the Corporation shall begin business shall not be less than Five Hundred Dollars (\$500.00), or such greater amount as may be required by Law.

ARTICLE FIVE

NUMBER OF DIRECTORS

This Corporation shall at all times have at least one Director who is a citizen of the United States of America. The stockholders of this Corporation may, from time to time, and at any time, increase or diminish the size of the Board of Directors of this Corporation, provided that the Corporation shall at all times have a minimum of one Director.

ARTICLE SIX

CLASSES OF DIRECTORS

The By-Laws of this Corporation may provide that the Directors be divided into two or more classes whose terms of office shall respectively expire at different times, provided that no such term shall continue longer than three (3) years, and provided further that at least one-fourth (1/4) in number of the Directors shall be elected annually.

ARTICLE SEVEN

AMENDMENT

This Certificate of Incorporation may be amended in any manner consistent with the Laws of the State of Florida.

ARTICLE EIGHT

CAPITAL STOCK

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

- a) Designation: The stock of this Corporation shall be known as Common Stock.
- b) Authorized: The maximum number of shares of Common Stock that this Corporation may issue is: Five Hundred (500).
- c) Par Value: Each share of Common Stock shall have the par value of: One Dollar (\$1.00).
- d) Consideration: Shares of Common Stock may be issued in exchange for cash, real property, labor and services rendered, or any combination of the foregoing. In the absence of fraud in the transaction, the judgment of the Board of Directors as to the value of any such consideration shall be conclusive.
- e) 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.
- f) Voting Rights: Each share of Common Stock shall entitle the record holder thereof to one vote upon each proposal presented at meetings of the Stockholders of the Corporation.
- g) Cumulative Voting: No holder of Common Stock

shall be entitled to any right of cumulative voting.

h) Dividends: Record holders of Common Stock are entitled to receive their pro-rata share of any dividends that may be declared by the Board of Directors out of assets legally available for such purpose.

i) 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.

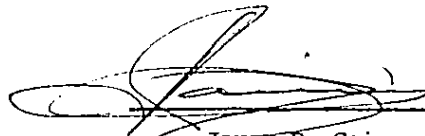
ARTICLE NINE

REGISTERED OFFICE AND REGISTERED AGENT

The street address of this Corporation's principal office and the name of its initial registered agent at such address are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Jorge R. Sainz	649 S. W. 9th. Street Apt.# 103 Miami, Florida 33130

I HEREBY AGREE to act as registered Agent for ~~SILHOUETTE~~
BODY WEAR CORP., and I further agree to comply with the provisions
of all Florida statutes relative to the proper and complete
performance of my duties


Jorge R. Sainz

SOLE SUBSCRIBER AND INITIAL
DIRECTOR


The undersigned individual, a United States citizen competent to contract, executes this Certificate of Incorporation as sole subscriber and initial Director. The undersigned individual shall hold office as a Director until his successor has qualified, following his election or appointment.

SUBSCRIBER/DIRECTOR: Jorge R. Sainz

STREET ADDRESS: 649 S.W. 9th Street Apt. # 103
Miami, Florida 33130

IN WITNESS WHEREOF, the undersigned Subscriber does make, subscribe, acknowledge and file this Certificate for the purpose of forming a corporation for profit under the Laws of the State of Florida.

DATE: 8-28-95


Jorge R. Sainz
DL 3520-426-36 135-0

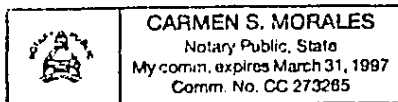
STATE OF FLORIDA)
) S.S.:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Jorge R. Sainz, to me well known and known to me to be the individual described herein, and who executed the foregoing Certificate of Incorporation, and who acknowledged before me that the same was executed for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal at Miami, Dade County, Florida.

Date: 8-28-95

My commission expires:




Notary Public - State of Florida