

P95000071346

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

RECEIVED
TALLAHASSEE
JAN 15 1995

OFFICE USE ONLY

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

1. LAZARUS, INC.
(Corporation Name) (Document #)
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	
<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

CF
J 9/15/95

ARTICLES OF INCORPORATION

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, privileges, rights and immunities of a corporation for profit.

ARTICLE I

The name of the corporation shall be:

Prodemi, Inc

ARTICLE II

The general character or nature of the business to be transacted by this corporation is to engage in any activity or business permitted under the laws of the United States and this State.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding is 100 shares of common stock, each share having a par value of \$1.00. Authorized capital stock may be paid for in cash.

ARTICLE IV

The amount of capital with which this corporation shall begin business shall not be less than ONE HUNDRED DOLLARS (100.00)

ARTICLE V

The initial street address of the principal office of this corporation is to be at

1631 N.W 16 Avenue

W. B. M. 5/

ARTICLE VI

The corporation shall have 1 Director. The number of Directors may be increased or diminished from time to time pursuant to the By-Laws

ARTICLE VII

The names and street addresses of the first Board of Directors of this corporation, who shall hold office for the first year, or until their successors are duly elected and qualified, shall be:

PRESIDENT:

Mr Victor Canales 1631 N.W. 16 Ave Miami, Fl
Address

VICE PRESIDENT:

Mr Walter Acevedo 643 S.W. 1 ST. MIAMI, FL
Address

TREASURE:

Mr Eddy Solis 1470 W. 40 ST MIAMI, FL
Address

SECRETARY:

Mr Wilberto Almendarez 330 N.W. 16 Ave Miami, Fl
Address

ARTICLE VIII

The names and street addresses of each subscriber and the number of shares of stock which each agrees to take are:

NAME	ADDRESS	SHARES
PRESIDENT:		
Mr Victor Canales	1631 N.W. 16 Ave Miami, Fl	25%
VICE PRESIDENT:		
Mr Walter Acevedo	643 S.W. 1 ST. MIAMI FL	25%
TREASURE:		
Mr Eddy Solis	1470 W. 40 ST MIAMI, FL	25%
SECRETARY:		
Mr Wilberto Almendarez	330 N.W. 16 Ave Miami, Fl	25%

ARTICLE IX

The names and street addresses of the incorporators:

PRESIDENT:

Mr Victor Canales
1631 N.W. 16 Ave Miami, Fl

VICE PRESIDENT:

Mr Walter Acevedo
643 S.W. 1 ST. MIAMI FL

TREASURE:

Mr Eddy Solis
1470 W. 40 ST MIAMI, FL

SECRETARY:

Mr Wilberto Almendarez
330 N.W. 16 Ave Miami, Fl

ARTICLE X

The corporation shall have a perpetual existence.

ARTICLE XI

The street address of the initial registered agent of the corporation is:

1631 N.W 16 Ave
Miami, Florida

The name of the initial registered agent of the corporation at that address is:

Victor Canales

ARTICLE XII

Stockholders of this corporation may enter into such stockholders' and trustee agreements as they may see fit wherein and whereby such stockholders may limit their voting rights by virtue of such stockholders' and trustee agreements.

ARTICLE XII

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 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 to these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and acknowledge to be filed in the office of the Secretary of State the foregoing Articles of Incorporation this 15 day of SEPTEMBER 1995


By: Victor Canales, President

STATE OF FLORIDA)

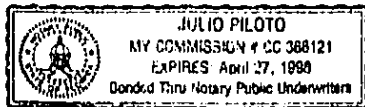
COUNTY OF DADE)

I HEREBY CERTIFY that on this day of , 1995 before me personally appeared VICTOR CANALES, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same.

WITNESS my hand and official seal on the day and date first set forth above


12 Dec 1995 12:42 - 869-44-025
Notary Public

My Commission Expires



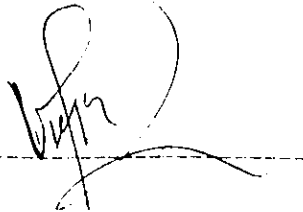
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED

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

First, that **Prodem, Inc** desiring to organize under the
laws of the State of Florida, with its principal office as indicated in the Articles
of Incorporation, has named **Victor Canales** located at **1631 N.W. 16 Ave**
Miami, Florida 33142 County of Dade, State of Florida, as its agent to accept
service of process within this State. The principal office of the corporation
shall be: **1631 N.W. 16 Ave Miami, Florida 33142**

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 to
keeping open said office.



(Resident Agent)

RECEIVED
JAN 11 1984
CLERK OF DISTRICT COURT
JAN 11 1984

95000071346

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

Office Use Only

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

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(Corporation Name)

(Document #)

10000217211-1
-01729297--01060--029
*****35.00 *****35.00

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 State

FILED
97 JAN 29 PM 1:42
TALLAHASSEE, FLORIDA

RECEIVED
97 JAN 29 AM 11:16
DIVISION OF CORPORATION

N. HENDRICKS JAN 29 1997

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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this corporation submits the following articles of dissolution:

FILED
97 JAN 25 PM 1:42
CLERK OF DISTRICT COURT
STATE OF FLORIDA

FIRST: The name of the corporation is: PRODEMI, INC.

SECOND: The date dissolution was authorized: JANUARY 20, 1997

THIRD: Adoption of Dissolution (check one)

☒ Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

☐ Dissolution was approved by vote of the shareholders through voting groups.

[The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

"The number of votes cast for dissolution was sufficient for approval by each officer of the Corp.."
(voting group)

Signed this 20th day of JANUARY, 19 97

Signature

(By the Chairman or Vice Chairman of the Board, President, or other officer)

VICTOR CANALES

(Typed or printed name)

PRESIDENT

(Title)