

P95000071353

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
FEB 15 1995
FBI - TAMPA
FBI - TAMPA

OFFICE USE ONLY

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

1. LAZARUS CORPORATE INDUSTRIES, INC. 122
(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 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

9/15/95

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 provision of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit.

ARTICLE I

The name of Corporation shall be: **ROSABELA, INC.**

ARTICLE II

The Corporation may engage in any activity of business permitted under the laws of the United States and the State of Florida.

ARTICLE III

The maximum shares of stock, with **1.00** per value, that this Corporation is authorized to have outstanding at any time is: **FIVE HUNDRED** (**500**) Shares.

ARTICLE IV

The amount of capital with which this Corporation will begin business not be less than **FIVE HUNDRED Dollars. (\$500.00)**

ARTICLE V

This Corporation is to have perpetued existence.

ARTICLE VI

The principal office of this Corporation shall be:

**145 E. FLAGLER STREET SUITE# A-7
MIAMI, FL 33131**

ARTICLE VII

The number of the board of Directors of the Corporation shall not be less than one person. The names and post office addresses of the first Board of Directors, who subject to the provisions of the Certificate of Incorporation, the By-laws and the acts of Legislature shall hold office for the first year of the Corporation's existence, or until their successors are elected and shall be duly qualified, are:

ROSA DEL CARMEN GARCIA	PRESIDENT	250 SHARES
13026 SW 68 LANE		
MIAMI, FL 33183		

JULIO MARTIN GARCIA	VICE-PRESIDENT	250 SHARES
13026 SW 68 LANE		
MIAMI, FL 33183		

ARTICLE VIII

The names of post office addresses of each subscriber to Certificate of Incorporation are as follows:

**ROSA DEL CARMEN GARCIA
13026 SW 68 LANE
MIAMI, FL 33183**

**JULIO MARTIN GARCIA
13026 SW 68 LANE
MIAMI, FL 33183**

ARTICLE IX

No contract or other transaction between this Corporation and any other Corporation shall be affected or invalidated by the fact that any one or more of the Directors of this Corporation is or are interested in, or is a Director or officer of, or are Directors or Officers of, such other Corporation.

The Corporation shall have the further right and power to, from time to time, determine whether and to what extent, at what time and places and under what conditions and regulations the accounting books of this Corporation, other than the stock book, or any of them, shall be open to the inspection of the stockholders, and no stockholders shall have any right of inspection any account book or document of this Corporation, excepts as conferred by statute, unless authorized by resolution of the stockholders or Board of Directors. The Corporation, in its By-laws, confers powers upon its Board of Directors or Officers, in addition to the powers authorized and expressly conferred by Statute. Both stockholders and Directors shall have the power. If the By-laws so provide, to hold their respective meeting and to have one or more offices, within or without the State of Florida, and to keep the books of this Corporation subject to the provisions of the Statute outside the State of Florida at such places as may from time to time be designed by the Board of Directors.

The Corporation reserves the right to amend, alter, change or repeal any provisions contained in this Certificate of Incorporation in the manner now or hereafter prescribed by Statute, and all rights conferred upon the stockholders herein or granted subject to this reservation.

The Corporation shall have power to purchase or otherwise acquire, directly and/or through ownership of stock in any Corporation, all or any part of the business, good will, rights, property and assets or of any individual, and to pay for the same in cash with the stock of this Corporation, bonds or otherwise, and to hold or in any manner dispose of the whole or any part of the property so purchased, or to conduct in any lawful manner the whole or any part of the business so acquired, provided that such business is within the authorization of the laws of the State of Florida, and any Acts amendatory thereto: and to exercise all the powers necessary or convenient in or about the conducting and management of such business.

To enter into general partnerships, limited partnerships (whether the Corporation be a limited or general partnership), joint ventures, syndicates, pools, associations and other arrangements for carrying on one or more of the purposes set forth herein jointly or in common with others, so long as the Corporation would have the power to do so alone.

We, the undersigned, being each and all of the original subscribers to the capital stock herein above named for the purpose of forming a Corporation for profit to do business both within and without the State of Florida, do hereby make, subscribe and acknowledge and file this Certificate hereby declaring and certifying that the facts herein stated are true, and do respectively agree to abide by the articles as herein stated.

Subscribed at Miami, Dade County, Florida. This 14 day of
SEPTEMBER, 1995.



ROSA DEL CARMEN GARCIA-PRESIDENT



JULIO MARTIN GARCIA-VICE-PRESIDENT

CERTIFICATE OF DESIGNATING CHANGE OF
PLACE OF BUSINESS OF DOMICILE
FOR SERVICE OF PROCESS WITHIN THE
STATE OF FLORIDA

FILED
CLERK OF STATE
RECORDS
95 SEP 15 PM 2:32

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

That: **ROSABELA, INC.**
is qualified to do business under the laws of the State of
Florida, with its principal office at: **145 E. FLAGLER STREET**
MIAMI, FL 33131

and has appointed: **ROSA DEL CARMEN GARCIA**

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

ACKNOWLEDGMENT

Having been named to accept service of process for the above
stated Corporation at the place designated in the 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.



ROSA DEL CARMEN GARCIA

P95000071353

WILLIAM M. BUSTAMANTE
Attorney at Law

Ocean Bank Building
782 N.W. Le Jeune Road
Suite 635
Miami, Florida 33128

Phones:
(305) 444-7767
Fax: (305) 444-7765

January 12, 1996

Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

400001694984
-01/22/96--01080--022
*****35.00 *****35.00

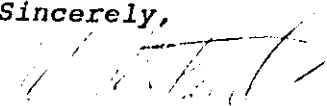
Re: Articles of Amendment for
ROSABELA, INC.

Dear Sir or Madam:

Enclosed you will find the Articles of Amendment for Rosabela, Inc.
and a copy. You will also find a check for the sum of \$35.00 to
cover the filing fees, and a self-addressed stamped envelope.

Thank you for your cooperation. If you should have any questions do
not hesitate to contact me.

Sincerely,


William M. Bustamante, Esq.

WMB/ym
Encl: As Noted

FILED
96 JAN 22 PM 12:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Mn. Bustamante's ⁴ SECRET

AUTHORIZATION BY PHONE TO

CORRECT Art. VII (No. # of Dir's)

DATE 1/25

DOC. EXAM 25

Amend

VS JAN 26 1996

ARTICLES OF AMENDMENT
OF
ROSABELA, INC.

FILED
96 JAN 22 PM 12:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to Florida Statutes Section 607.187, the Articles of Incorporation of the above named corporation are hereby amended to read as follows:

1. Article VII is hereby deleted and its place the following language shall apply:

ARTICLE VII

Board of Directors

This Corporation shall have ^{two}~~one~~ (2) directors. However, the number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The directors of this corporation are:

Name:	Street Address:
OSVALDO FRIGER	1503 S.W. 142nd Place Miami, Florida 33184
MARANGELI FRIGER	1503 S.W. 142nd Place Miami, Florida 33184

2. Article X is hereby added and the following language shall apply:

ARTICLE X

Officers

This Corporation shall have the following officers, but other officers may be created by the bylaws:

President:	OSVALDO FRIGER
Vice President:	MARANGELI FRIGER
Treasurer:	OSVALDO FRIGER
Secretary:	MARANGELI FRIGER

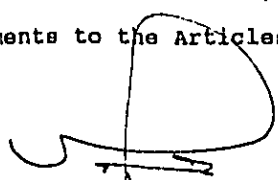
PREPARED BY: William M. Bustamante, Esq.
782 N.W. 42 Avenue, Ste. 635
Miami, FL 33126
Fla. Bar 829048
(305) 444-7767

3. The registered agent designated to accept service of process within this state is changed to the following:

MARANGELI FRIGER

4. The foregoing amendments were adopted on December 21, 1995, by a majority vote of the directors and shareholders of the Corporation.

IN WITNESS WHEREOF, the undersigned directors have executed these Amendments to the Articles of Incorporation this 21st day of December, 1995.


OSVALDO FRIGER


MARANGELI FRIGER

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

I HEREBY CERTIFY THAT on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared OSVALDO FRIGER and MARANGELI FRIGER as President, Vice President, Treasurer and Secretary of ROSABELA, INC., a Florida corporation, and who have produced their respective Florida Drivers Licenses, as identification, and they acknowledged executing the foregoing ARTICLES OF AMENDMENT OF ROSABELA, INC., freely and voluntarily under authority duly vested in them by said corporation.

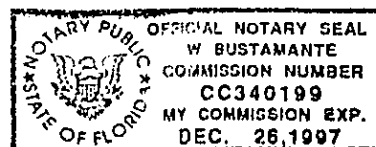
WITNESS my hand and official seal in the county and State last aforesaid this 21ST day of December, 1995.


William Bustamante
NOTARY PUBLIC STATE OF FLORIDA

(SIGNATURE OF NOTARY)

(Place Notarial Seal)

MY COMMISSION EXPIRES:

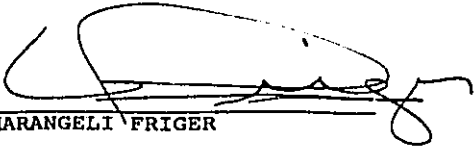


Pursuant to the provisions of Chapter 607.34 of the Florida Statutes, the following is submitted, in compliance with said Act:

That ROSABELA, INC., desiring to continue doing business in the State of Florida, with its principal office, as indicated in the Amendments to the Articles of Incorporation, in Miami, Dade County, Florida, has named MARANGELI FRIGER, located at 145 E. Flagler Street, Suite A-7, Miami, Dade County, 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 the 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.


MARANGELI FRIGER