

P960000001410

RECEIVED

96 JAN -5 AM 11:27

LAZARUS CORPORATE INDUSTRIES, INC.  
(Requestor's Name) DIVISION OF CORPORATION

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

400001680264  
-01/05/96--01065--026  
\*\*\*\*122.50 \*\*\*\*122.50

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

1. HAVANA GUVIES AGENCY, CORP.  
(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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 JAN -5 PM 2:35

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, 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 the corporation shall be

HAVANA GUINES AGENCY, CORP.

#### 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 par 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 \$ 500.00 Dollars. FIVE HUNDRED DOLLARS

#### ARTICLE V

This Corporation is to have perpetual existence.

#### ARTICLE VI

The principal office of this Corporation shall be

327 Palm Ave.  
Hialeah, Fl. 33010

#### 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:

Pedro Perez 2135 Normandy Dr. Miami Beach, Fl 33141	PRESIDENT-DIRECTOR	Shares 33 1/3 %
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Jorge L. Mirabal 7821 W. 15 CT. Hialeah, Fl. 33014	VICE PRESIDENT/ SECRETARY DIRECTOR	Shares 33 1/3 %
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Jorge F. Cordero 403 E. 20 St. Hialeah, Fl. 33013	VICE PRESIDENT/ TREASURY DIRECTOR	Shares 33 1/3 %
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#### ARTICLE VIII

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

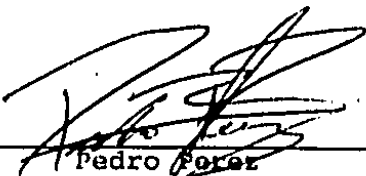
Pedro Perez	2135 Normandy Dr. Miami Beach, Fl. 33141
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Jorge L. Mirabal	7821 W. 15 CT. Hialeah, Fl 33041
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Jorge F. Cordero	403 E. 20 St. Hialeah, Fl 33013
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We, the undersigned, being each and all of the original subscribers to the capital stock hereinabove 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 04 day of JAN, 1926

  
Pedro Perez

  
Jorge L. Mirabal

  
Jorge F. Cordeiro

## 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, except 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 designated 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 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.

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 JAN -5 PM 2:35

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

That **Havana Guines Agency, Corp.**  
is qualified to do business under the laws of the State of Florida, with its principal office at

and has appointed

**Jorge F. Cordero**  
403 E. 20 St.  
Hialeah, Fl. 33013  
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.

  
\_\_\_\_\_  
Jorge F. Cordero

P96000001410

Havana Guinness Agency Corp  
Requestor's Name

321 Palm Ave.  
Address

Hialeah, FL 33010  
City/State/Zip Phone #

Office Use Only

FILED  
96 DEC 16 AM 9:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

1. \_\_\_\_\_ (Corporation Name) (Document #)
2. \_\_\_\_\_ (Corporation Name) (Document #) 400002029854--9  
12/17/96--01011--013  
\*\*\*\*\*70.00 \*\*\*\*\*35.00
3. \_\_\_\_\_ (Corporation Name) (Document #)
4. \_\_\_\_\_ (Corporation Name) (Document #)

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

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<input type="checkbox"/>	Trademark
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O/D resig.

VS DEC 26 1996

Examiner's Initials



**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

July 30, 1996

Havana Guines Agency Corp.  
321 Palm Ave.  
Hialeah, FL 33010

**SUBJECT: HAVANA GUINES AGENCY, CORP.**  
Ref. Number: P96000001410

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The fee to resign as officer/director is \$35. **X2 =**

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) 487-6908.

Steven Harris  
Corporate Specialist

Letter Number: 496A00036442



Florida Department of State, Sandra B. Mortham, Secretary of State

**OFFICER / DIRECTOR RESIGNATION**

FILED  
96 DEC 16 AM 9:02  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

I, Jorge E. Cordero, hereby resign as Director  
(Title)  
of Havana Guines Agency, Corp.  
(Name of Corporation)

a corporation organized under the laws of the State of Florida

That the corporation has been notified in writing of the resignation. (letter attached) 7/10/96

\_\_\_\_\_  
(Signature of resigning officer/director)

12/12/96

Havana Guines does not have a contact for Mr. J.E.Cordero, enclosed copy of the Resignation in our records dated 7/10/96

Sincerely,

Havana Guines

**FILING FEE IS \$35.00**

**DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314**

DIRECTOR(S) ' RESIGNATION

"HAYANA GUINES AGENCY CORP"

*The Chairman then recognized the director named below who tendered his/her resignation, effective upon the adjournment of this meeting. Upon motion duly made, seconded and carried said resignation was accepted and the Secretary was ordered to spread same upon the minutes of the meeting.*

*I Jorge L. Cordero, (the undersigned) director of the above named corporation, do hereby tender my resignation, to take effect upon the adjournment of the meeting of the Board of Directors at which this resignation is accepted.*

*Dated: 10 of July 1996*



Jorge E Cordero

# P9600000/410



**FILED**  
96 DEC 16 PM 12:01  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Office Use Only

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

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-12/17/96--01011--013  
\*\*\*\*\*70.00 \*\*\*\*\*35.00

- ☐ Walk in    ☐ Pick up time \_\_\_\_\_    ☐ Certified Copy  
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*D/D Resig.*

VS DEC 26 1996

Examiner's Initials	
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Florida Department of State, Sandra B. Mortham, Secretary of State

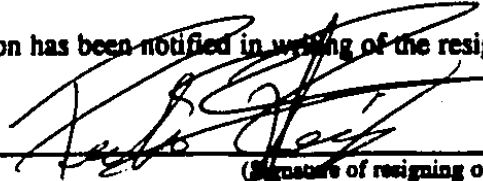
**OFFICER / DIRECTOR RESIGNATION**

FILED  
96 DEC 16 PM 12:01  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

I, Pedro Perez, hereby resign as President  
(Title)  
of Havana Guines Agency Corp.  
(Name of Corporation)

a corporation organized under the laws of the State of Florida.

That the corporation has been notified in writing of the resignation. (letter attached, dated 12/03/96)

  
\_\_\_\_\_  
(Signature of resigning officer/director)

**FILING FEE IS \$35.00**

**DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314**

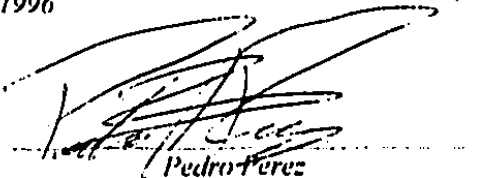
**DIRECTOR RESIGNATION**

**"HAVANA GUINES AGENCY CORP"**

*The Chairman then recognized the director named below who tendered his resignation, effective upon the adjournment of this meeting. Upon motion duly made, seconded and carried said resignation was accepted and the Secretary was ordered to spread same upon the minutes of the meeting.*

*I Pedro Perez, (the undersigned) President/Director of the above corporation, do hereby tender my resignation, to take effect upon the adjournment of the meeting of the Board of Directors at which this resignation is accepted.*

*Dated: 03 of December 1996*



Pedro Perez

cc: Files