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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

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\*\*\*\*122.50 \*\*\*\*122.50

OFFICE USE ONLY

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

1. COUTO SANTANA 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

EFFECTIVE DATE

11/8/76

**ARTICLES OF INCORPORATION**

**OF**

**COUTO SANTANA, INC.**

FLORIDA  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 JAN -9 PM 2:44

The undersigned, acting as incorporator of a corporation for profit under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

**ARTICLE I**

**NAME**

The name of the corporation is Couto Santana, Inc.

**ARTICLE II**

**DURATION**

The period of duration of the corporation is perpetual. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

**ARTICLE III**

**PURPOSES**

The purpose for which the corporation is organized is to transact any and all lawful business, and to engage in any activity within the purpose for which corporations may be organized under the Florida General Corporation Act.

**ARTICLE IV**

**CAPITAL STOCK**

(a) **Authorized Capital.** The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is One Million (1,000,000) shares of common stock having no par value per share.

(b) **Preemptive Rights.** Shareholders shall have no preemptive rights.

(c) **Cumulative Voting.** Cumulative voting shall not be permitted.

**ARTICLE V**  
**INITIAL REGISTERED OFFICE AND AGENT.**  
**PRINCIPAL CORPORATE OFFICE**

The street address of the initial registered office of the corporation is 2250 S.W. Third Avenue, Fifth Floor, Miami, Florida 33129 and the name of the initial registered agent of the corporation is Manuel A. Avila, Esq. located at 2250 S.W. Third Avenue, Fifth Floor, Miami, Florida 33129. The initial principal address of the corporate headquarters is 3080 Sorrento Drive, Ft. Lauderdale, Florida 33326.

**ARTICLE VI**

**BY-LAWS**

The initial by-laws of this corporation shall be adopted by the directors. By-laws may be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of Directors, but the Board of Directors shall not alter, amend, or repeal any By-laws adopted by the shareholders if the shareholders specifically provide that such By-laws shall not be altered, amended or repealed by the Board of Directors.

**ARTICLE VII**

**DIRECTORS**

The initial Board of Directors shall consist of 3 members, who need not be residents of the State of Florida or shareholders of the corporation.

The names and addresses of the persons who shall serve as directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, are as follows:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Louis Alberto Couto Amaral	3080 Sorrento Drive Ft. Lauderdale, Florida 33326
Victor Leonardo Santa Perez	3080 Sorrento Drive Ft. Lauderdale, Florida 33326
Antonio Fransico Couerto Ferr	3080 Sorrento Drive Ft. Lauderdale, Florida 33326

**ARTICLE VIII  
INCORPORATOR**

The name and address of the initial incorporator is as follows:

<b>NAME</b>	<b>ADDRESS</b>
Manuel A. Avila, Esq.	2250 S.W. 3rd Ave., 5th Floor Miami, Florida 33129

**ARTICLE IX  
RIGHT TO AMEND**

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8th day of January, 1996.


  
Manuel A. Avila, Esq.

STATE OF FLORIDA    )  
                              ) SS:  
COUNTY OF Dade     )

I HEREBY CERTIFY that on this day before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Manuel A. Avila, Esq. known to me to be the person described in and who executed the foregoing instrument, and who acknowledged before me that he executed the same.



SHARON R. ROMERO  
My Commission CC441887  
Expires Feb 27, 1999  
Bonded by HAI  
800-422 1535

  
Notary Public, State of Florida  
at Large  
SHARON R. ROMERO  
Print Name of Notary Public

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

I, MANUEL A. AVILA, ESQ., hereby accept the designation as  
Registered Agent of COUTO SANTANA, INC.

Manuel A. Avila  
Manuel A. Avila, Esquire

STATE OF FLORIDA     )  
                              ) SS:  
COUNTY OF Dade        )

I HEREBY CERTIFY that on this day before me, an officer  
duly authorized to administer oaths and take acknowledgments,  
personally appeared MANUEL A. AVILA, ESQ. known to me to be the  
person described in and who executed the foregoing instrument, and  
who acknowledged before me that he executed the same.



SHARON R. ROMERO  
My Commission CC441887  
Expires Feb 27, 1999  
Bonded by HAI  
800-422-1888

Sharon R. Romero  
Notary Public, State of Florida  
at Large

SHARON R. ROMERO  
Print Name of Notary Public

C:\COUTO SANTANA, INC.\ART

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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