

P9600004666

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

090 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

000001689330  
-01/16/96--01033--003  
\*\*\*\*122.50 \*\*\*\*122.50

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

1. SEALAND OF AMERICA, 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

RECEIVED  
96 JAN 16 AM 10:22  
DIVISION OF CORPORATION

Examiner's Initials QY

1/16/96

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 JAN 16 PM 2:47

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CERTIFICATE OF INCORPORATION

OF

SEALAND OF AMERICA, INC.

I (We) the undersigned, do to hereby associate ourselves together and subscribe this Certificate of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, and subject to the following provisions

\*\*\*\*\*ARTICLE ONE\*\*\*\*\*

The name of the corporation shall be:

SEALAND OF AMERICA, INC.

\*\*\*\*\*ARTICLE TWO\*\*\*\*\*

The corporation may engage in any activity or business permitted under the Laws of the United States of America and of the State of Florida.

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\*\*\*\*\*ARTICLE THREE\*\*\*\*\*

.. The maximum number of shares of stock which the corporation shall have outstanding at any time, shall be Fifty (50) of stocks which shall be common stocks par value of (\$100.00) Dollar per share

All or any part of the capital stock may be paid for either in lawful monies of the United States of America, or in services, at true value thereof.

\*\*\*\*\*ARTICLE FOUR\*\*\*\*\*

This corporation shall begin business with a minimum capital of the amount of Five Thousand Dollars

\*\*\*\*\*ARTICLE FIVE\*\*\*\*\*

This corporation shall have perpetual existence.

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\*\*\*\*\*ARTICLE SIX\*\*\*\*\*

The principal office of the corporation shall be located at:

225 Heather Dr., Key Biscayne, Fl. 33149

Other office for the transaction of business may be located wherever the Directors may deem necessary or expedient.

\*\*\*\*\*ARTICLE SEVEN\*\*\*\*\*

The business of the corporation shall be managed by a Board of Directors, who need not be stockholders of the corporation. The number of Directors, not less than one, shall be fixed by resolution or special meeting, subject to the manner of holding such meetings prescribed by the by-laws.

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\*\*\*\*\*ARTICLE EIGHT\*\*\*\*\*

The names and post office addresses of the members of the Board of Directors and the officers who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

BOARD OF DIRECTORS:	NAME	ADDRESS
.PRESIDENT	GRACIELA E. STRANGE	225 Heather Dr. Miami, Fl. 33149
.SECRETARY	SAME	SAME
.TREASURER	SAME	SAME

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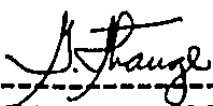
\*\*\*\*\*ARTICLE NINE\*\*\*\*\*

The name and post office addresses of each of the subscribers to this certificate of Incorporation and the number of shares of stock which each subscriber agrees to take, are as follows:

SUBSCRIBER:

NAME	ADDRESS	NO. OF SHARE
GRACIELA E. STRANGE	225 HEATHER DR. KEY BISCAVNE, FL 33149	50

SUBSCRIBERS:

  
-----  
GRACIELA E. STRANGE

\*\*\*\*\*ARTICLE TEN\*\*\*\*\*

THIS CORPORATION SHALL HAVE FULL POWER TO CARRY ON AND TRANSACT EACH OF ALL OF THE BUSINESSES ENUMERATED IN ARTICLE TWO OF THE CERTIFICATE, AND SHALL HAVE ALL THE GENERAL AND ADDITIONAL POWERS NOW AND HEREAFTER CONFERRED UPON BY LAW.

\*\*\*\*\*ARTICLE ELEVEN\*\*\*\*\*

THIS CORPORATION SHALL HAVE THE POWER TO ISSUE THE WHOLE OR ANY PART DETERMINED BY THE BOARD OF DIRECTORS. OF THE SHARES OF THE CAPITAL STOCK AS PARTLY PAID, SUBJECT TO CALLS THEREON UNTIL THE WHOLE THEREOF SHALL HAVE BEEN PAID

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\*\*\*\*\*ARTICLE TWELVE\*\*\*\*\*

Upon election of a Board of Directors by the stockholders, such Board of Directors shall manage the business affairs of this corporation without the neccessity of further authority from the stockholders, except as by law on this certificate otherwise any action of such Board of Directors may be rescinded, or any officer or director removed from office, only upon a vote of stockholders holding a majority of the stock of the corporation which may at such time be actually issued unless otherwise provided by the by-laws of the Board of Directors.

All holders of common stock of this corporation shall be entitled to vote the same in the manner provided by law whether said stock be fully or partially paid unless otherwise determined by the Board of Directors at or before the time of issuance thereof

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\*\*\*\*\*ARTICLE THIRTEEN\*\*\*\*\*

The corporation does hereby designate to the following address  
as its principal office:

The corporation does hereby designate:

GRACIELA E. STRANGE  
225 HEATHER DRIVE  
KEY BISCAYNE, FL 33149  
AS ITS RESIDENT AGENT



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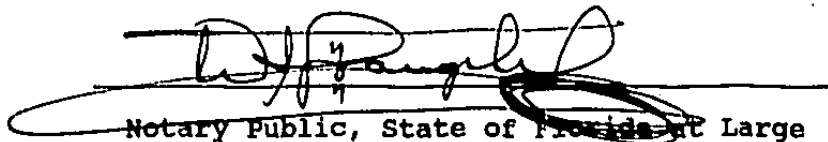
STATE OF FLORIDA)  
COUNTY OF DADE <sup>SS</sup>

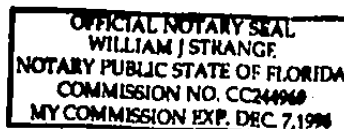
BEFORE ME, the undersigned authority, duly authorized to  
administer oaths and take acknowledgements, personally appeared:

GRACIELA E. STRANGE

who, after being by me first duly sworn, executed the foregoing  
Certificate of Incorporation, freely and voluntarily for the  
purpose therein expressed.

IN WITNESS WHEREOF, I have hereto set my hand and official seal  
at Miami, said county and State:

  
Notary Public, State of Florida at Large



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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CERTIFICATE OF 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:

GRACIELA E. STRANGE

desiring to organize under the Laws of the state of FLORIDA  
with its principal office, as indicated in the Articles of  
Incorporation at:

State of Florida as name as: SEALAND OF AMERICA, INC., LOCATED  
AT: 225 HEATHER DR., KEY BISCAYNE, FL. 33149, COUNTY OF DADE ,  
AS ITS AGENT TO ACCEPT SERVICES TO PROCESS THIS STATE.

ACKNOWLEDGEMENT:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS  
FOR THE ABOVE STATED CORPORATION, AT PLACE DESIGNATED IN THIS  
CERTIFICATE y HEREBY ACCEPT TO ACT IN THIS CAPACITY AND AGREE  
TO COMPLY WITH THE PROVISION OF SAID ACT RELATIVE TO KEEPING  
OPEN SAID OFFICE.

  
DESIGNATED AGENT