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MIAMI, FLORIDA	
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NEW FILINGS	Diffusion (12) 17 and 18 and 1
	AMENDMENTS
Profit	Amendment
NonProfit	Resignation of R.A., Officer/Director
Limited Liability	Change of Registered Agent
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Other	- Sission Villes VIII
Other	Merger 98
OTHER FILINGS	REGISTRATION 789-2284-672 SEE
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Annual Report	Foreign W910-1178 3 5 m
Fictitious Name	Limited Partnership
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CR2E031(10/92)	Other Examiner's Initials
CK15031(10/92)	(1) 129 1910



January 16, 1996

LAZARUS CORPORATE INDUSTRIES, INC. 890 SW 87 AVENUE #16 MIAMI, FL 33174

SUBJECT: CAROL CITY PARTY SUPPLY, INC. Ref. Number: W96000001178

We have received your document for CAROL CITY PARTY SUPPLY, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

In reviewing our records, we note there is a(n) CAROL CITY PARTY SUPPLY, CORP., Document number P93000014953, in existence.

Because of the similarities between the existing corporation and the one you are now seeking to file with us, and because it is our duty to assure that all fees due this office in accordance with section 607.0130(2)(c), Florida Statutes, are collected, we are returning the articles of incorporation unfiled and must request you return the existing corporation to good standing by completing the enclosed reinstatement application and submitting it with the appropriate fees.

The fees to reinstate the corporation are as follows: \$175 reinstatement fee, \$61.25 filling fee per year for the years 1994 through the current year, \$138.75 supplemental fee for the years 1992 forward. The total fee to file the reinstatement is \$575.00, therefore, there is a balance of \$496.25 due. Add an additional \$8.75 for each certificate of status requested.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden Document Specialist

Letter Number: 196A00001984

FILED SECONTANY OF STATE DIVISION OF GOLDONALIONS

OF

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CAROL CITY PARTY SUPPLY, INC.

We, the undersigned, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of the Several Acts of Legislature of the State of Florida, do hereby subscribe to this certificate of incorporation.

FIRST: The name of the corporation is:

CAROL CITY PARTY SUPPLY, INC.

and its principal place of business will be at :

19720 NW 39 AVENUE, CAROL CITY, FL. 33055

SECOND: The business of this corporation shall be to engage in any and all lawful business or businesses.

THIRD: The corporation shall have one class of stock, namely common, voting and participating. Each share of stock shall be \$1.00 par value and the maximum number of shares to be issued and outstanding at any one time is 1000.

All of such stock shall be issued as fully paid for and exempted from assessment. Such stock may be paid for in property, labor or services and property and labor or services may be purchased or paid for by the corporation with such stock. Likewise stock of other corporations or going businesses may be purchased by corporation in return for this corporation's stock. Such property, labor, services and stock of other corporations and going business shall be at just valuation determined by the Board of Directors. This corporation may purchase, trade, or otherwise acquire, hold or re-issue shares of its own stock.

FOURTH: The amount of capital with which the corporation shall begin business will not be less than FIVE HUNDRED (\$500.) DOLLARS.

FIFTH: The existence of the corporation shall be perpetual.

SIXTH: The board of directors shall consist of no fewer than one or more than seven directors.

SEVENTH: The common stock of this corporation shall be issued pursuant to the requirements of section 1244 of the Internal Revenue code and the regulations issued thereunder.

EIGHTH: The names and post office address of the first officers and directors who, subject to the provisions of this certificate of incorporation, the By-laws and the laws of the state of Florida thereunto appertaining, shall hold office for the first year of the corporation's existence or until their successors are elected and shall have qualified, are as follows:

Office Name

Post office address

PRESIDENT YVONNE ORTIZ 19720 NW 39 AVENUE, CAROL CITY, FL. 33055 SECRETARY YVONNE ORTIZ 19720 NW 39 AVENUE, CAROL CITY, FL. 33055

NINTH: The name and post office address of each subscriber to the Certificate of Incorporation and the number of shares of stock which each agrees to take are as follows:

Name

Post office address

Shares

YVONNE ORTIZ 19720 NW 39 AVENUE, CAROL CITY, FL. 33055

100

For the stock the above-named party will pay the sum of Five and no/100 (5.00) Dollars-----------for each share of stock, or a total of FIVE HUNDRED and no/100 (500.00) DOLLARS.

TENTH: The stockholders of this corporation may divide themselves into groups for the purposes of obtaining unit control in the corporation, and when any agreement shall be binding upon the corporation, it shall be recognized by the directors and shall be observed by the officers and agents of the corporation; and particularly the stockholders are authorized to include in such agreements entered into between themselves provisions which will confer upon the individual groups the power to elect certain numbers of directors and, in particular, the stockholders may include in agreements between themselves the following as valid matters of agreement, to wit:

- (a) The manner and method in which the persons by whom directors may be elected.
- (b) Any limitations upon the transferability or assignment of the stock.
- (c) The conferring of preemptive rights of purchase upon stockholders as conditions precedent to the sale of any other stock.
- (d) The making of By-Laws and rules for holding meetings and what constitutes a quorum therefore.
- (e) Any matters related to effectuating the purposes included in any of the foregoing matters.

corporation until there is filed with the president and secretary of the corporation, in duplicate, a written instrument signed by the persons who originally created such stockholder agreement (or their successors in ownership, providing such succession in ownership shall have been accomplished in accordance with the terms of the stockholders agreement) consenting to the revocation and cancellation of the agreement among the stockholders.

ELEVENTH: Cumulative voting may be permitted by the terms of the by-laws.

TWELFTH: Nestor Coronado, Registered office at 7360 Coral Way Ste 21, Miami, Florida 33155

agent for service of process upon this corporation, subject nevertheless to the right of this corporation to change such resident agent and the office location of place of business for service of process in the manner provided in Section 48.091(1) of Florida Statues.

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Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

NESTOR CORONADO, RESIDENT AGENT

STATE OF FLORIDA SS: COUNTY OF DADE

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BE IT REMEMBERED that on this day personally appeared before me the undersigned notary public in and for the State of Florida.

YVONNE ORTIZ

parties to the foregoing certificate of incorporation, known to me personally to be such, upon their oath, they acknowledged the same to be the act and deed of such signers and that the facts therein stated are truly set forth.

WITNESS my hand and official seal at Miami, said (SEAL) Notary Public THE CONTROL NOTARY SEAL NOTARY SEAL State of Florida COMMISSION NUMBER CC373525 My COMMISSION EXP. MAY 18,1998

Personally known	or Produced	Identification _	_xxx
Type of Identification Produc	ced:_FL D/L	V441-960-51-839	-0