

P960000 11092

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)305-6715

OFFICE USE ONLY

RECEIVED 1 FEB 4 1996
-02/05/96- 11075-022
****122.50 ****122.50

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

1. Y. H. J. & Son, 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

RECEIVED
96 FEB -5 AM 11:36
DIVISION OF CORPORATION

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	
	Amendment
	Resignation of R.A., Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	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 JP

2/5/96

CERTIFICATE OF INCORPORATION

OF

Y.H.J. & J., INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB - 5 11 3:23

The undersigned subscribers to these Articles of Incorporation each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of State of Florida.

ARTICLE ONE

NAME

The Name of this business Corporation shall be:

Y.H.J. & J., INC.

ARTICLE TWO

NATURE OF BUSINESS

This Corporation may engage in any activity or business permitted under laws of the United State of America and the laws of the State of Florida.

ARTICLE THREE

TERM OF EXISTENCE

This Corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is:

UPON ACCEPTANCE BY THE SECRETARY OF STATE.

ARTICLE FOUR

CAPITAL STOCK

This Corporation is authorized to issue of stock as follows:

A.- Designation: The Stock of this Corporation shall be know as common stock.

B.- Authorized: The maximun number of shares of common stock that this Corporation may issue is:-----

One Hundred (100) Shares

C.- Par Value: Each share of common stock shall have the par value of:

Ten Dollars (\$10.00) par value per Share

D.- Consideration: Share of common stock may be issued in exchange for Cash, Real Property, Labor or Services rendered or any combination of the foregoing in the absence of fraud in the transaction, the judgement of the Board of the Directors as the value of any such consideration shall be conclusive.

H.- Non-Assessability: Each share of common stock shall be issued in exchange for consideration which is - at least equal to the par value thereof, and shall be fully - paid and Non-Assessible.

F.- Voting rights: Each share of common stock shall entitle the record holder thereof to one vote upon each - proposal presented at meeting of the stockholders of the Corpora- tion.

G.- Cumulative: No holder of common stock shall be entitle to to any right of cumulative voting.

H.- Dividends: Record holders of common stock are entitle to receive their pro-rata share of any dividends that may be declared by Board of Directors out of assets legally available for such purpose.

I.- Liquidation: Holders of common stock are entitle in the oven of the liquidation or dissolution of this Cor- poration to receive their pro-rata share of any assets of this Corporation remaining after payment of shall corporate debts and obligations.

ARTICLE FIVE

MINIMUM CAPITAL

The amount of Capital with which the Corporation shall begin shall not less than: One Thosand Dollars (\$1,000.00).----- or such greater amount as may be required by law.

ARTICLE SIX

ADDRESS

This initial post office address of principal office of this Corporation in the State of Florida is:
12386 Quail Roost Dr.
Miami, Florida, 33177.

ARTICLE SEVEN

NUMBER OF DIRECTORS

This Corporation shall at all times have at least two (2) initially, the number of Directors may be increased or diminished from time to time in such manner as may be prescribed by the By- Laws, but shall never be less than one (1).

ARTICLE EIGHT

FIRST BOARD OF DIRECTORS

The names and Post Office addresses of the members of the First Board of Directors are:

PRESIDENT:

Yamil H. Jamid, Jr. .- 21385 S.W. 242 Street. Miami, Florida, 33187

VICE-PRESIDENT:

Yamil H. Jamid, Sr. .- 12530 S.W. 204 Street, Miami, Florida, 33187

SECRETARY:

Yamil H. Jamid, Sr. .- 12530 S.W. 204 Street, Miami, Florida, 33187

TREASURER:

Yamil H. Jamid, Jr. .- 21385 S.W. 242 Street, Miami, Florida, 33187

ARTICLE NINE

SUSCRIBERS'S ADDRESSES

The Post Office addresses of the suscribers of these Article of Incorporation, the number of shares of stock each agrees to take and value of the consideration thereof are:

YAMIL H. JAMID, Jr. - 21385 S.W. 242 Street, Miami, Florida, 33187
Fifty Shares (50) at Ten Dollars (\$10.00) par value per Share.

YAMIL H. JAMID, Sr. - 12530 S.W. 204 Street, Miami, Florida, 33177
Fifty Shares (50) at Ten Dollars (\$10.00) par value per Share

ARTICLE TEN

AMENDMENT

This Certificate of Incorporation may be amended in any manner consistent with the Laws of the State of Florida.

ARTICLE ELEVEN

RESIDENT AGENT

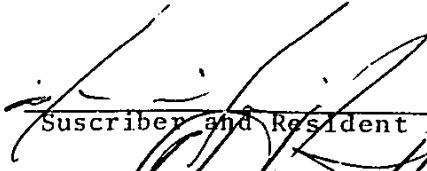
The Resident Agent of this Corporation is:

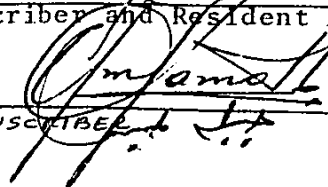
YAMIL H. JAMID, Jr.
12386 Quail Roost Dr.
Miami, Florida, 33177

The Corporation may change it's Resident Agent and principal office at any time.

IN WITNESS WHEREOF, the undersigned subscribers do make, suscribe, acknowledge and file this Certificate for the purpose of forming a Corporation for profit under the Law of the State of Florida.

Date: 2/1/96



Subscriber and Resident Agent


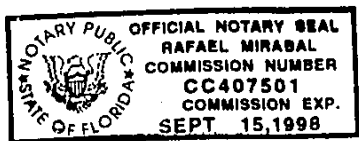
SUSCRIBER

STATE OF FLORIDA)
COUNTY OF DADE) SS

BEFORE ME, the undersigned authority personally appeared:

YAMIL H. JAMID, Jr. and YAMIL H. JAMID, Sr.

to me well known to be the individuals described in and who executed the foregoing Certificate of Incorporation and who acknowledged before me that the same executed for purposes therein expressed. IN WITNESS WHEREOF, I hereunto affixed my hand and official seal at Miami, County of Dade, Florida, on 1st of February, 1996.





NOTARY PUBLIC

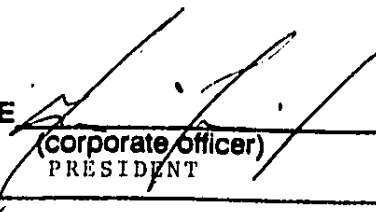
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

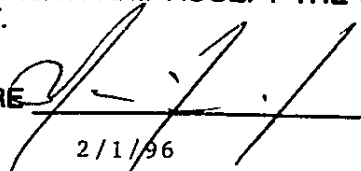
1. The name of the corporation is: Y.H.J. & J., INC.

2. The name and address of the registered agent and office is:

YAMIL H. JAMID, Jr.
(NAME)
12386 Quail Roost Dr.
(P.O. BOX NOT ACCEPTABLE)
Miami, Florida, 33177
(CITY/STATE/ZIP)

SIGNATURE 
(corporate officer)
TITLE PRESIDENT
DATE 2/1/96

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE 
DATE 2/1/96