

P96000013573

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

300001713873
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****122.50 ****122.50

Office Use Only

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

1. AIR GRECO, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in
 Pick up time 2:05
 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
96 FEB 13 PM 1:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 FEB 13 AM 11:45
DIVISION OF CORPORATION

Examiner's Initials Dmc 2-13-96

ARTICLES OF INCORPORATION
OF

AIR GRECO, INC.

FILED

96 FEB 13 PM 1:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, the undersigned, do 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 I

THE NAME of the Corporation shall be:

AIR GRECO, INC.,

ARTICLE II

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.

ARTICLE III

THE MAXIMUM number of shares of stock which the Corporation shall have outstanding at any time, shall be **ONE HUNDRED (100)** shares of stock which shall be common stock of a par value of **FIFTY DOLLARS (\$ 50.00)** 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 a true valuation thereof.

ARTICLE IV

THIS CORPORATION shall begin business with a minimum capital in the amount of **FIVE THOUSAND DOLLARS (\$5000.00)**.

ARTICLE V

THIS CORPORATION shall have perpetual existence.

ARTICLE VI

THE PRINCIPAL office of the Corporation shall be located at

**3400 Coral Way; Suite 600
Miami, Florida 33145**

OTHER OFFICES for the transaction of business may be located wherever the Directors may deem necessary or expedient.

ARTICLE VII

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

ARTICLE VIII

THE NAMES and mailing addresses of the members of the First Board of Directors and 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

MARIA T. GRECO

OFFICERS:

MARIA T. GRECO
3400 CORAL WAY; SUITE 600; Miami, Fla. 33145
President and Secretary

ARTICLE IX

THE NAMES and mailing addresses of each of the subscribers to this Certificate of Incorporation are as follows:

MARIA T. GRECO
3400 CORAL WAY; SUITE 600; Miami, Fla. 33145

ARTICLE X

THIS CORPORATION shall have full power to carry on and transact each or all of the business enumerated in Article II of this Certificate, and shall have all the general and additional powers now and hereafter conferred upon it by law.

ARTICLE XI

THIS CORPORATION shall have the power to issue the whole or any part, as determined by the Board of Directors, of the shares of the capital stock as partly said, subject to calls thereon until the whole thereof shall have been paid.

ARTICLE XII

UPON ELECTION of the Board of Directors by the stockholders, such Board of Directors shall manage the business affairs of this corporation without the necessity of further authority from the stockholders, except as 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 shall be fully or partially paid, unless otherwise determined by the Board of Directors at or before the time of issuance thereof.

ARTICLE XIII

THIS CORPORATION shall designate **MARIA T. GRECO** with offices located at **3400 CORAL WAY, SUITE 600; Miami, Florida 33145** at its duly authorized Registered Agent to be in charge of the Corporate Registered Office as required by State Law.

IN WITNESS WHEREOF, the undersigned incorporators have hereunto set their hands and affixed their seals on this **12th** day of **February**, **1996**.

Maria T. Greco

MARIA T. GRECO

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96 FEB 13 PM 1:26

CERTIFICATE 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 49.091, Florida Statutes, the following is submitted, in compliance with said Act:

That **AIR GRECO, INC.** desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of **MIAMI**, County of **DADE**, State of Florida has named:

**MARIA T. GRECO
3400 CORAL WAY; Suite 600
Miami, Florida 33145**

as its Agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Maria T. Greco

MARIA T. GRECO

P96000013573

November 13, 1996

Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

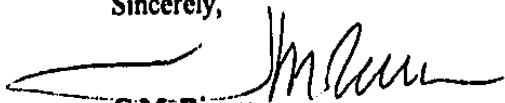
RE: Air Greco, Inc.
Amendment of Articles of Incorporation

To whom it may concern:

We are pleased to submit the amended articles along with the \$35.00 for the filing fee for the amendments and \$52.50 for the certified copy.

If you need additional information, please call me at 813 961-5079.

Sincerely,



G.M. Rivera
14902 Perriwinkle Court
Tampa, Florida 33625

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

AIR GRECO, INC.
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (Indicate article number(s) being amended, added or deleted)

- See Attached -

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96 NOV 21 PM 12: 21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

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96 NOV 21 PM 12:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

The principal office of the Corporation shall be located at:

14902 Perriwinkle Ct
Tampa, Florida 33625

ARTICLE VIII

The Names and mailing addresses of the members of the Board of Directors and officers who shall hold office for the Corporation until their successors are elected or appointed and have qualified, are as follows:

BOARD OF DIRECTORS

GEORGE M. RIVERA

OFFICERS

GEORGE M. RIVERA
14902 Perriwinkle CT.
Tampa, FL 33625

ARTICLE XIII

THIS CORPORATION shall designate George M. Rivera with offices located at 14902 Perriwinkle CT, Tampa, Florida 33625 as its duly authorized Registered Agent to be in charge of the Corporate Registered Office as required by State Law.

GEORGE M. RIVERA accepts the appointment and is familiar with and accepts the obligations of the position.

IN WITNESS WHEREOF, the undersigned incorporators have hereunto set their hands and affixed their seals on this 4th day of October 1996.



GEORGE M. RIVERA

THIRD: The date of each amendment's adoption: 10-4-96

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 4 of OCTOBER, 19 96

Signature 
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

GEORGE M. RIVERA.
Typed or printed name

PRESIDENT / SECRETARY
Title