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LAZARUS CORP Ko	ORATE INDUSTRIES, INC.	
MIAMI, FLORI City/State/	•	500001713976 -02/13/9601101023 ****122.50 ****122.50 Office Use Only
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Name Reservation	Limited Partnership	
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Examiner's Initials

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

February 13, 1996

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

SUBJECT: KATIE'S GARDEN, INC. Ref. Number: W96000003331

We have received your document for KATIE'S GARDEN, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must be identical throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Letter Number: 296A00006348

Doris McDuffie Corporate Specialist Supervisor

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CERTIFICATE OF CORPORATION

OF:

KATTE'S GARDEN, INC.

I (We) the undersigned, do to hereby associate pourselves 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:

KATIE'S GARDEN, INC.

*****ARTICLE TWO****

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

****ARTICLE THREE****

The maximum number of shares of stocks which the corporation shall have outstanding st sny time, shall be **Five Hundred (500)** of stocks which shall be common stocks per value of One (\$1.00) Dollar per all or any part of the capital stock may be paid for either in monies of the United States of America, or on services, at a true value thereof.

*****ARTICLE FOUR*****

This Corporation shall begin business with a minimum capital of the amount of Five Hundred (500) Dollars.

*****ARTICLE FIVE*****

This Corporation shall have perpetual existence.

*****ARTICAL SIX****

The principal office of the corporation shall be located at:

10002 WEST FLAGLER STREET MIAMI, FL. 33172

Other office for the transaccion 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 to be stockholders of the corporation.

The number of Directors, not less than one, shall be fixed by resolution of the stockholders at any regular or special meeting, subject to manner of holding such meetings prescribed by the bylaws.

The name and post office addresses of the numbers of the First 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: MARIA C. CAMPOS

ADDRESS: 13200 SW 23RD STREET

MIAMI, FL. 33175

SECRETARY:

NAME: **MARCOS A. CAMPOS**

ADDRESS:

13200 SW 23RD STREET

MIAMI, FL. 33175

*****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: MARIA C. CAMPOS

ADDRESS: 13200 SW 23RD STREET

MIAMI, FL. 33175

NO. OF SHARES: 250

SIGNATURES:

*****ARTICLE TEN****

This corporation shall have full power to carry on and transact each of all of the business enumerated in Article Two of the Certificate, and shall have all the general and additional powers now and hereafter conferred upon it by law.

*****ARTICLE ELEVEN****

This corporation shall have the power to issued the whole or any part determined by the Booard of Directors, of the shares of the capital stock as partly paid, subject to calls thereon until thereof shall have been paid.

*****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 necessity of further authority from the stockholders, except as by law on this certificate otherwise provided any action of such Board of Directors may be rescinaded, 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 be the by-laws 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.

*****ARTICLE THIRTEEN*****

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

ADDRESS: 10002 WEST FLAGLER STREET MIAMI, FL. 33172

The corporation does hereby designate to the following person as its resident agent:

NAME: MARIA C. CAMPOS

STATE OF FLORIDA) COUNTY OF DADE)

Before me, the undersigned authority, duly authorized to administer on the and take acknowledgments, personally appeared:

MARIA C. CAMPOS

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

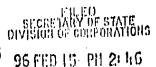
In witness whereof, I have herento set my hand and official seal at Miami, said county and State:

Notary Public, State of Florida at Large

My Commission Expires:

MARIA JUHE Notary Public, State of Florida My Comm. explications 7, 1997 No. 60292704

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICES



PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES; HELITA 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 th	ne corporation is:	KATIE'S	GARDEN.	INC.	
2. The name and	address of the reg	gistered agent a	nd office is:		**************************************
	MARIA C.	CAMPOS			
		(NA	MB)		
	13200 SW	23RD STRE	et		
	(P.O.	Box or Mail Drop	BOX NOT ACCEPT	ABLE)	•
	MIAMI,	FL. 33175 (Cny/si	Λπ// Φ)	·	
corporation at the agent and agree petating to the pro	e place designated to act in this capa	d in this certific scity. I further performance of	ate, I hereby ac agree to compl	ccept the y with the	cess for the above stated appointment as registered e provisions of all statutes miliar with and accept the
* Clari	el Cany	3 5.	_		
	(SIGNATI	URE)		(DATE	3)