

**P96000019116**

**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

900001729459

-03/01/96--01063--016

\*\*\*\*122.50 \*\*\*\*122.50

Office Use Only

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

1. SUPER SMART 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 MAR -1 AM 11:06  
DIVISION OF CORPORATION

9/3/1/96

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 MAR -1 PM 12:13

ARTICLES OF INCORPORATION  
OF  
SUPER SMART INC.

ARTICLE I

The name of this corporation shall be: SUPER SMART INC.

ARTICLE II

This corporation shall have perpetual existence, unless--  
sooner dissolved in accordance with the laws of the State of  
Florida.-

ARTICLE III

This corporation is organized for the purpose of transacting-  
any and all business permitted under the laws of the United -  
States and the State of Florida.-

ARTICLE IV

This Corporation is authorized to issue ONE HUNDRED SHARES --  
(100) shares of ONE DOLLAR (\$1.00)- - - - - par -  
value of common stock, which shall be designated "Common-  
Stock".-

- 2 -

#### ARTICLE V

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that -- which he already holds, shall have the right to purchase his-pro rata share thereof (as nearly as may be done without issuance of fractional share) at the price at which is offered to others.-

#### ARTICLE VI

The street address of the initial principal office of this - Corporation is: 1568 W 37 ST - HIALEAH, FLORIDA 33012 and the name of the initial Registered Agent of this Corpora-tion, is: SAMUEL VENTURA, 3901 SW 126 AVE. - MIRAMAR, FLORIDA 33027.-

#### ARTICLE VII INITIAL BOARD OF DIRECTORS

This Corporation shall have ONE director(s) initially.- The number of directors may be either increased or diminished -- from time to time by the bylaws but shall never be less than- ONE.-

The name(s) and address(es) of the initial director(s) of the Corporation is(are):

SAMUEL VENTURA	President	SHARES
3901 SW 126 AVE.	V. President	100
MIRAMAR, FL. 33027	Secretary	
	Treasurer	

ARTICLE VIII

1.- The initial bylaws of this Corporation shall be adopted -  
by the Board of Directors.- The bylaws may be amended from --  
time to time by either the stockholders or the directors.- --  
The stockholders may amend, alter or repeal any bylaw adopted  
by the directors.- The directors may not alter, amend or re--  
peal any bylaws adopted by the stockholders, nor may the - -  
directors adopt bylaws which would be in conflict with the --  
bylaws adopted by the stockholders.-

2.- Any incorporator or stockholder present at any meeting, -  
either in person or by proxy, and any director present in --  
person at any meeting of the Board of Directors, shall be --  
deemed to have received proper notice of such meetings unless  
he shall make objection at such meeting to any defect on in--  
sufficiency of notice.-

3.- Each director and officer of the corporation, whether or -  
not then in office, shall be indemnified by the Corporation--  
against all costs and expenses reasonable incurred by or --  
imposed upon him in connection with or arising out of any --  
claim, demand, action, suit or proceeding in which he may be-  
involved or to which he may be a party by reason of his being  
or having been a director or officer of the Corporation, said  
costs and expenses to include attorney's fees and the costs-  
of reasonable settlement made with a view to curtailment of -  
costs of litigation, except in relation to matters as to -

which he finally shall be adjudged in any such action, suit--  
or proceeding to have been derelict in the performance of his  
duty as such officer or director.- Such right of indemnifica-  
tion shall not be exclusive of any other rights to which he -  
may be entitled as a matter of law; and the foregoing right -  
of indemnification shall inure to the benefit of the heirs, -  
executors and administrators of any such director or officer.

4.- A director or officer of the Corporation shall not be-  
disqualified by his office from dealing or contracting with -  
the Corporation either as a lender, purchaser, or otherwise,-  
nor shall any transaction or contract of the Corporation be -  
void or voidable by reason of the fact that any director or -  
officer or any firm of which any director or officer is a or-  
any corporation of which any director or officer is a stock--  
holder or director, is in any way interested in such transac-  
tion or contract, provided that such contract or transaction-  
is or shall be authorized, ratified, or approved by either: -

(a) a vote of a majority of the outstanding shares of the --  
stock in the Corporation entitled to vote; or (b) a vote of a  
majority of the board of directors having no interest in such  
contract or transaction.- A director interested in the  
contract or transaction who is present may participate in the  
meeting and may be counted for quorum purposes.- Additionally  
no director or officer shall be liable to account to the Cor-  
poration for any profits realized by, from, of through any  
such transaction or contract authorized, ratified or approved

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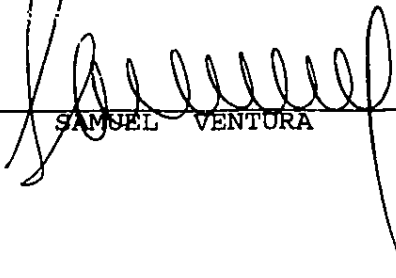
as herein provided by reason of the fact that he, or any firm of which he is a member or any corporation of which he is a stockholder, officer, or director, was interested in such -- transaction or contract.- Nothing herein contained shall create liability in the event above described or prevent the authorized approval of such transactions or contracts in any other manner permitted by law.-

ARTICLE IX

The name(s) and address(es) of the person(s) signing these -- articles is(are): SAMUEL VENTURA  
3901 SW 126 AVE.  
MIRAMAR, FL. 33027

IN WITNESS WHEREOF:

The undersigned subscriber(s) has(have) executed there articles of incorporation this 28 day of FEBRUARY, 1996.-

  
\_\_\_\_\_  
SAMUEL VENTURA

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 MAR -1 PM 12:13

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA NAMING AGENT -  
UPON WHOM SERVICE OF PROCESS MAY BE MADE.-

In compliance with section 607.034 of the Florida Statutes  
the following is submitted:

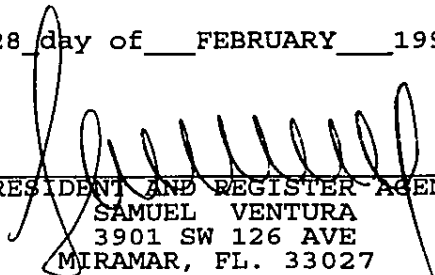
Desiring to organize or qualify under the laws of the State -  
of Florida with its principal place of business in the City -  
of HIALEAH County of DADE, Florida, whose Cor--  
porate name is: SUPER SMART INC.

has named as its Agent to accept service of process within -  
the Sate of Florida: SAMUEL VENTURA

ACKNOWLEDGMENT

Having been named to accept service of process for the above-  
mentioned Corporation, at place designated in this Certifica-  
te, I here by agree to act in this capacity, and further  
agree to comply with the provisions of all the Statutes rela-  
tive to the proper and complete performance of my duties.-

Dated this 28 day of FEBRUARY 1996.-

  
RESIDENT AND REGISTER AGENT  
SAMUEL VENTURA  
3901 SW 126 AVE  
MIRAMAR, FL. 33027