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Examiner's Initials



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

March 1, 1996

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

SUBJECT: THE ALILU GROUP, INC. Ref. Number: W96000004704

We have received your document for THE ALILU GROUP, 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):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your 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) 487-6052.

Sandy Ng Document Specialist

Letter Number: 796A00009249

TWESTER OF CORFORATION

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CERTIFICATE OF INCORPORATION

THE ALILU GROUP, INC. 2371 Collins Avenue, Suite 315-B Miami Beach, Florida 33140

WE, the undersigned, do hereby associate ourselves together and subscribed 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 THE ALILU GROUP, INC.

ARTICLE TWO

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

ARTICLE THREE

The maximum number of shares of stock which the corporation shall have outstanding at any time, shall be 100 shares of stock which shall be common stock of a no par value 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 FOUR

This corporation shall begin business with a minimum capital of the amount of Five Hundred (\$500.00) Dollars.

ARTICLE FIVE

This corporation shall have a perpetual existence.

ARTICLE SIX

The principal office of the corporation shall be located at
Other offices for the transaction 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 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 the manner of holding such meetings prescribed by the by-laws.

ARTICLE EIGHT

The names and post office 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:

President/Secretary Maria Lourdes Escobar 2371 Collins Avenue, Suite 315-B Miami Beach, FL 33140

Vice President/Secretary Alina Garcia 2371 Collins Avenue, Suite 315-B Miami Beach, FL 33140

ARTICLE NINE

The names and post office addresses of each of the subscribers to this Certificate of Incorporation are as follows:

Maria Lourdes Escobar 2371 Collins Avenue, Suite 315-B Miami Beach, FL 33140

Alina Garcia 2371 Collins Avenue, Suite 315-B Miami Beach, FL 33140

ARTICLE TEN

This corporation shall have full power to carry on and transact each or all of the businesses enumerated in Article Two of this 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 issue the whole or any part, 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 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 or in this certificate otherwise provided by the 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 THIRTEEN

This corporation shall designate Maria Lourdes Escobar, with offices located at 2371 Collins, Suite 315-B, Miami Beach, FL 33140 as its duly authorized 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 15 day of December, 1996.

Maria Lourdes Escobar, Incorporator

Alina Garcia, Incorporator

STATE OF FLORIDA)

SS:
COUNTY OF DADE

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared, MARIA LOURDES ESCOBAR and ALINA GARCIA, who after first having been duly sworn, executed the foregoing certificate of Incorporation, freely and voluntarily for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Dade County, Florida this 15 day of December,

(Notary Seal)

NOTARY PUBLIC State of Florida at Large

My Commission Expires:



FILED SECRETARY OF STATE OF STATE OF CORPORATIONS
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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN STATE SERVICE OF PROCESS WITHIN STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance o" Chapter 49.091, Florida Statutes, the following is submitted, in compliance with said act:

FIRST, that THE ALILU GROUP, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Miami, County of Dade, State of Florida has named MARIA LOURDES ESCOBAR, 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 LOURDES ESCOBAR,

-Registered Agent