

096000021419

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

300001737503  
-03/08/96--01096--003  
\*\*\*122.50 \*\*\*122.50

Office Use Only

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

1. R.M. BEVERAGE DISTRIBUTORS, INC.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time 2:10 P

☒ 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 THINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUANTIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

3/8/96

ARTICLE OF INCORPORATION  
OF

R.M. BEVERAGE DISTRIBUTORS, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 MAR -8 PM 2:01

ARTICLE I-CORPORATE NAME

THE NAME OF THIS CORPORATION IS:

R.M. BEVERAGE DISTRIBUTORS, INC.

ARTICLE II-NATURE OF BUSINESS AND POWER

The general nature of business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida: and in particular to engage in export and import of general merchandise and any kind of goods and also in the distribution of such goods to other business or to general public.

Also, purchasing, leasing, renting, holding and selling, otherwise acquiring and disposing of real estate and personal property, both, tangible and intangible. Also in the purchase or acquisition of business rights of franchise or additional working capital.

ARTICLE III-CAPITAL STOCK

The maximum number of share of stock that this Corporation is authorized to issue to have outstanding at any time 1,000 (One Thousand) share of common stock, having a par value of \$1.00 per shares.

ARTICLE IV-TERMS OF EXISTENCE

This Corporation shall have perpetual existence, commencing upon the filing of these articles.

ARTICLE V-REGISTERED AGENT AND INITIAL

REGISTERED OFFICE

NEX PAGE NO.2

ARTICLE OF INCORPORATION

R.M. BEVERAGE DISTRIBUTORS, INC.

REGISTERED OFFICE:

Luis Rodriguez  
407 Aragon Ave  
Coral Gables Fl, 33134

PRINCIPAL OFFICE

407 Aragon Ave  
Coral Gables Fl, 33134

The Board of Directors, from time to time may move the Registered office to any other address in the State of Florida.

ARTICLE VI-BOARD OF DIRECTORS

The Board of Directors of this corporation shall be formed by 2 (two) directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the Stockholders, but shall never be less than one.

ARTICLE VII-INITIAL DIRECTORS

The name of the initial directors of this corporation and their street address are:

<u>NAME</u>	<u>ADDRESS</u>
Luis Rodriguez	407 Aragon Ave
407 Aragon Ave	Coral Gables Fl, 33134
Coral Gables Fl, 33134	

The person named as initial directors shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII-INCORPORATORS

The name and the street address of the persons signing these articles of incorporation:

NEX PAGE NO. 3

ARTICLES OF INCORPORATION

R.M. BEVERAGE DISTRIBUTORS, INC.

INCORPORATORS

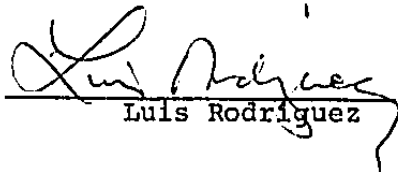
<u>NAME</u>	<u>ADDRESS</u>
Luis Rodriguez President-Treasure	407 Aragon Ave Coral Gables Fl, 33134
Edgar J. Mena Secretary	407 Aragon Ave Coral Gables Fl, 33134

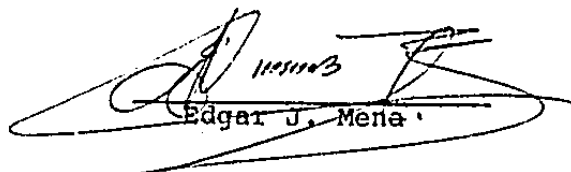
ARTICLE IX AMENDMENTS

These Articles of Incorporation may be Amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders at a stockholder's meeting and approved by them by at least a majority of the stockholders entitled to vote, unless all of the directors and of the stockholders sign a written statement manifesting their intentions that a certain of these articles been made.

IN WITNESS WHEREOF, the undersigned as incorporators, have executed the foregoing.

Articles of incorporation on this 07 day of March 1996.

  
Luis Rodriguez

  
Edgar J. Mena

ARTICLE OF INCORPORATION

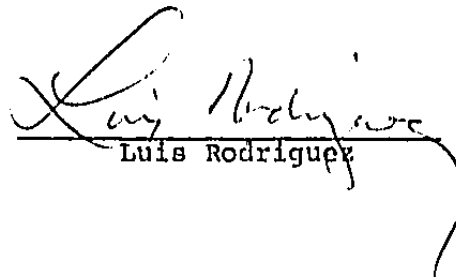
R.M. BEVERAGE DISTRIBUTORS, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 MAR -8 PM 2:01

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been made to accept services of process for the above mentioned corporation, at place designate 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.

  
Luis Rodriguez

STATE OF FLORIDA                    )  
COUNTY OF DADE                    )           SS:

BEFORE ME, UNDERSIGNED AUTHORITY, DULY AUTHORIZED TO ADMINISTERED OATH, PERSONALLY APPEARED, Luis Rodriguez. To me Know to be person named and described as incorporation and who executed the foregoing. Articles of Incorporation, and acknowledge before me that they subscribe to these Articles of Incorporation on this:

07 day of March 1996

State of FL, County of Dade  
Signed before me on this 07 day  
of March, 1996 by Marivel Quesada

Notary Public Marivel Quesada



"OFFICIAL SEAL"  
Marivel Quesada  
My Commission Expires 07/97  
Commission #CC 252765

P96 0000 21419

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

300001 TSSBBS  
-03/25/96--01020--017  
\*\*\*\*35.00 \*\*\*\*35.00

Office Use Only

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☒ Walk in

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<input type="checkbox"/>	Other

RECEIVED  
96 MAR 25 AM 11:01  
DIVISION OF CORPORATION

N. HENDRICKS MAR 25 1996

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

R.M. Beverage Distributors, Inc.

(present name)

**FILED**

96 MAR 25 PM 12:59

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Pursuant to the provisions of section 607.1006, Florida Statutes, this 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)

Articles-I Board of Directors:  
The Board of Directors shall be formed by 1 (One)  
directors. LUIS RODRIGUEZ  
407 ARAGON AVE.  
CORAL GABLES, FL 33134

**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:

**THIRD:** The date of each amendment's adoption: 03-21-1996.

**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 21 day of March, 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)

Luis Rodriguez

Typed or printed name

President

Title



P96000021419

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

Office Use Only

FILED  
96 APR -1 PM 11:35  
TALLAHASSEE, FLORIDA

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(Corporation Name) (Document #)
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☒ Walk in

☒ Pick up time 2:00

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<input type="checkbox"/>	Other

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DIVISION OF CORPORATION

NC  
CRG

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION

PURSUANT TO SECTION 607.1006, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ADOPTED THE FOLLOWING ARTICLES TO AMEND TO ITS ARTICLES OF INCORPORATION.

THE NAME OF THE CORPORATION IS:  
R. M. BEVERAGE DISTRIBUTORS, INC.

AMENDMENT ARTICLE I  
THE NAME OF THE CORPORATION IS CHANGED TO:  
GABLES DISTRIBUTORS, INC.

FILED  
96 APR -1 PM 11:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THIS ARTICLES OF AMENDMENT WAS ADOPTED ON THE 27 DAY OF  
MARCH 19 96. THE CORPORATION HAS ONLY ONE  
GROUP OF VOTING STOCK. THIS AMENDMENT WAS UNANIMOUSLY  
ADOPTED. THE AMENDMENT WAS APPROVED BY THE SHAREHOLDERS.  
THE NUMBER OF VOTES CAST FOR AMENDMENT WAS SUFFICIENT  
FOR APPROVAL.

GABLES DISTRIBUTORS, INC.

CORPORATION NAME

BY Luis Rodriguez  
PRESIDENT/

LUIS RODRIGUEZ  
PRINT NAME

P96000021419

LUIS RODRIGUEZ 1303 NW 34TH AVENUE MIAMI, FL 33125		0765 03-8770/2670
7-29-97		
DEPARTMENT OF STATE		\$ 35.00
PAY TO THE ORDER OF <i>hinter y cruces</i>		00 100 DOLLARS
<b>Interamerican Bank</b> 9100 CORAL WAY MIAMI, FLORIDA 33165		
P- 96000021419		<i>Luis Rodriguez</i>
FOR 2670877690127 0010517794 0765		

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 AUG - 7 AM 9:08

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-08/11/97--01147--019  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

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R. AGENT \_\_\_\_\_  
CERT. COPY \_\_\_\_\_  
CUS \_\_\_\_\_  
OVERPAYMENT \_\_\_\_\_  
TOTAL 35

Vol diss.  
Sg 8/8/97

## ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: GABLES DISTRIBUTORS, INC.  
Document # P96000021419 (2) 407 Aragon Ave  
Goral Gables, FL 33134

SECOND: The articles of incorporation were filed on: 03-08-96

THIRD: (CHECK ONE)

☐ None of the corporation's shares have been issued.

☒ The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

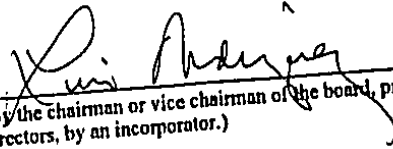
FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

☐ A majority of the incorporators authorized the dissolution.

☒ A majority of the directors authorized the dissolution.

Signed this 30 day of July, 19 97.

Signature   
(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

Luis Rodriguez  
(Typed or printed name)

(305) 541-5104 day phone.

PTD

(Title)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 AUG - 7 AM 9:08