LAZARUS CORPORATE INDUSTRIES, INC. Requestor's Name 890 S.W. 87 AVENUE SUITE: 16 Address MTAMI, FLORIDA 33174 (305)552-5973

City/State/Zip Phone // ្នាក្រាក្រាក្សក្នុងក្រាក្សក្នុង -03/12/96--01093--011 Ome8**់២៧**-៤៣ភូព ****122.50 LOCAL REPRESENTATIVE TALLAHASSEE CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): 1. The Polos SHOE PROJUCTS, INC. (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Certified Copy Pick up time 2100 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS		AMENDMENTS
X	Profit	Amendment
	NonProfit	Resignation of R.A., Officer/ Director
	Limited Liability	Change of Registered Agent
	Domestication	Dissolution/Withdrawal
	Other	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
Ĺ	Name Reservation

	REGISTRATION/QUALIFICATION
<u> </u>	Foreign
	Limited Partnership
L	Reinstatement
	Trademark
	Other

COLIVIO PUTO POPO POPULA

Examiner's Initials



SECHETARY OF STATE DIVISION OF CORPORATIONS

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DIVISION OF CORPORATIONS P.O.BOX 6327 TALAHASSEE, FLORIDA 32314

ref; THE POLOS SHOE PRODUCTS, INC.

Dear Sir/Madam:

Enclosed please find Articles of Corporation named:

THE POLOS SHOE PRODUCTS, INC.

Uour Check for \$ 122.50 covering your fees

Please send Certified Copy of Λ rticles of Corporation to:

ALBERTO G. GUTIERREZ 2710 S.W. 95 COURT MIAMI, FLORIDA 33165

Should you have any question regarding this matter, please do not hesitate to contact me at the above mentioned address or telephone number (305) 221-3484

Cordially,

ARTICLES OF INCORPORATION

DIVISION OF CORPORATIONS

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OF

THE POLOS SHOE PRODUCTS, INC.

ARTICLE I-NAME

The names of the corporation is:

THE POLOS SHOE PRODUCTS, INC.

ARTICLE II - PURPOSE AND DURATION

The general nature of business and the object and purpose to transact and carry on are:

To conduct any and all business not prohibited by the laws of the United States and the State of Florida.

To conduct business in, have one or more officers in any buy, hold, mortgages, sell, convey, lease or other wise dispose of real and personal property, including franchises, patents, copyrights, and licenses, in the State of Florida and in other countries to conduct debts and borrow money issued and sell or pledge bonds, debentures, notes and other evidences or indebtedness and execute such mortgages, transfer of corporated properties, or other instruments to secure the payments of corporate indebtedness as required.

To purchase the Corporate assets or any other Corporation and engage in the same or other character of business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other State or government, and while owner of such stock, to exercise all the rights, powers and privilege of ownership, including the right to vote such stock.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 100 shares at \$ 10.00 each per share. Such stocks may be issued by the Corporation from time to time for such consideration as may be fixed by the Board of Directors thereof, and may be paid in eash, labor or services.

ARTICLE IV - INITIAL CAPITAL

The number of shares with which this Corporation shall commence business is not less that 100 and the amount of capital with which this Corporation shall commence business will not be less than ONE THOUSAND DOLLARS (\$1000.00).

ARTICLE V - TERM

This corporation shall continue perpetually, unless sooner dissolved according to laws.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The initial place of business of said Corporation in this State shall be:

9105 S.W. 113 Place Miami, Florida 33176

But the board of directors may from time to time, move the principal place of the office to any other address in the State of Florida. The name and street address of the initial registered agent of this Corporation is:

Roberto Medina 9105 S.W. 113 Place Miami, Florida 33176

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The business of the Corporation shall be conducted by a Board of Directors, and the number of which Directors shall be fixed by the Stockholders at any regular or called meeting, but the number of directors shall not be less than one. A majority of the Board shall constitute a quorum. The members of the Board of Directors shall be elected at the annual meeting of stockholders, and the several officers, as the case may provide for in the by-laws, shall be elected by the Board of Directors at a meeting held immediately after the adjournment of the annual stockholders meeting.

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

Roberto Medina 9105 S.W. 113th Place Miami, Florida 33176

Angela Medina 9105 S.W. 113th Place Miami, Florida 33176

ARTICLE VIII - SUBSCRIBERS

The proceeds of the stock subscribed for will be at least as much as the amount necessary to begin business. The name and place of residence of the subscriber to the capital stock and the number of the shares subscribed for, will be as follows:

Roberto Medina 9105 S.W. 113th Place 50 Shares - (\$500.00)

Miami, Florida 33180

Angela Medina 9105 S.W. 113th Place 50 Shares - (\$500.00)

Miami, Florida 33180

ARTICLE IX - INITIAL OFFICERS

The name and post office address of the Officers who, subject to provisions of this certificate of incorporation, the by-laws of the Corporation, and the statutes of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors have elected and qualified, are as follows:

Roberto Medina 9105 S.W. 113th Place Miami, Florida 33176 President

Angela Medina 9105 S.W. 113th Place Miami, Florida 33176 Secretary/Treasurer

ARTICLE X - AMENDMENTS

This Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and aproved at the stockholder's meeting by a majority of the stocks entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that certain amendments of these Articles of Incorporation be made.

We, the undersigned, being the original subscribers to the capital stock and Articles of Incorporation, herein above name for the purpose of forming a Corporation to do business within and without the State of Florida, General Act 1925, and all amendments hereto, to make and file this certificate hereby declaring that the facts herein stated are true, and do respectively agree to take the number of shares of stock herein above set forth, and have accordingly set our hands and scal on this 8 MARCH 1996.

RÓBERTO MEDINA

ANGELA MEDINA

STATE OF FLORIDA COUNTY OF DADE

I, HEREBY CERTIFY THAT, on this day, before me, a notary public, duly authorized in the State of Florida and County of Dade to take acknowledgement, personally appeared **ROBERTO MEDINA** to me well known to be the person described as subscriber in and who execute the foregoing Articles of Incorporation. WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE NAMED ABOVE THIS 8 DAY OF MARCH 1996

My Commission Expires:

COUNTS A STORY OF STO

FEB. 23, 1990

CERTIFICATE DESIGNING OF BUSINESS OF DOMICILE FOR THE SERVICE WITHIN THIS STATE, NAMING AGENT UPON PROCESS MAY BE SERVED.

> In pursuance of Chapter48,901 Section 607, 164 Florida Statutes, the following is submitted, in the compliance with said act:

FIRST: THE POLOS SHOE PRODUCTS, INC. desiring to organize under the laws of the State of Florida, with the principal office, as indicated in the Articles of Incorporation at the City of Miami, County of Dade, State of Florida, has named: ROBERTO MEDINA as its Agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept services of process for the above state Corporation, at place designated in this Certicificate, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.

Dated this 8TR

Day of MARCE

ROBERTO MEDINA