

P960000024409

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

500001749555  
-03/19/96--01097--012  
\*\*\*\*122.50 \*\*\*\*122.50

Office Use Only

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

1. JOSE ELEUTERIO PEDRAZA CABRERA &  
(Corporation Name) (Document #)

2. ISABEL AURORA PATINO MARTINEZ HEIRS, INC.  
(Corporation Name) (Document #)

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

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

☒ Walk in

☒ Pick up time 2:00

☒ Certified Copy

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☐ Will wait

☐ Photocopy

☐ Certificate of Status

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DIVISION OF CORPORATIONS  
95 MAR 19 PM 2:02

| 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               |

**ARTICLES OF INCORPORATION**  
of the  
***Jose Eleuterio Pedraza Cabrera and  
Isabel Aurora Patino Martinez Heirs, Inc.***

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The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**Article I Name**

The name of the corporation shall be:

***The Jose Eleuterio Pedraza Cabrera and  
Isabel Aurora Patino Martinez Heirs, Incorporated.***

**Article II Purpose**

The purposes for which this corporation is organized are to engage in any activity that assigns to this corporation, affirms, reaffirms, claims and reclaims all property rights guaranteed by the Cuban Constitution of 1940, to the heirs of Jose Eleuterio Pedraza Cabrera and Isabel Aurora Patino Martinez, for properties and other assets legally owned by them, individually and/or jointly at 11:59 P.M. on December 31, 1958, before said properties and assets were wrongfully, illegally and unconstitutionally confiscated by the Revolutionary Government of Fidel Castro.

**Article III Principal Office**

The principal place of business and mailing address of this corporation shall be:

**8350 S.W. 27 Lane  
Miami, Florida 33155**

**Article IV Initial Registered Agent and Street Address**

The name and address of the initial registered agent is :

**Roberto Patino  
8350 S.W. 27 Lane  
Miami, Florida 33155**

### **Article V The Incorporators**

The names, street addresses and percentage of interest of the incorporators to these Articles of Incorporation are:

- 1) Aurora Atanasia Pedraza Patino de Valdespino                      25% interest  
1529 Algardi Ave.  
Coral Gables, Florida 33146  
Phone # (305) 667-6701
- 2) Isabel Marianna Pedraza Patino de Rios                              25% interest  
918 Malaga Ave.  
Coral Gables, Florida 33134  
Phone # (305) 444-6908
- 3) Josefina Ofelia de la Caridad Pedraza Patino                      25% interest  
1956 S.W. 33 Ave.  
Miami, Florida 33145  
Phone # (305) 442-2726
- 4) Angela Mildred Torres de Pedraza                                      25% interest  
(widow of Rodolfo Tiburcio Pedraza Patino)  
1900 S.W. 33 Ave.  
Miami, Florida 33145  
Phone # (305) 445-9362

### **Article VI The Board of Directors**

The initial board of directors shall consist of four (4) members, who need not be residents of the State of Florida or shareholders of the corporation.

### **Article VII The Directors**

The names and street addresses of the initial directors to these Articles of Incorporation are:

| <u>Name</u>                                  | <u>Title</u>   | <u>Address</u>                               |
|--|----------------|--|
| Aurora Atanasia Pedraza Patino de Valdespino | President      | 1529 Algardi Ave.<br>Coral Gables, Fl. 33146 |
| Josefina Ofelia de la Caridad Pedraza Patino | Vice President | 1956 S.W. 33 Ave.<br>Miami, Fl. 33145        |
| Juan Rodolfo Rios Cabrera                    | Secretary      | 918 Malaga Ave.<br>Coral Gables, FL. 33134   |
| Roberto Patino Magginietti                   | Treasurer      | 8350 S.W. 27 Lane<br>Miami, Fl. 33155        |

### **Article VIII Duration of Corporation**

The period of duration of the corporation is **Perpetual**.

### Article IX Shares

The aggregate number of shares that the corporation shall have the authority to issue is one hundred (100) shares at a non-par value per share.

### Article X Shareholder Actions

Three-fourths of the stockholders of the corporation or their proxy shall be required for any shareholder action.

### Article XI Shareholders Power

The shareholders shall have the power to adopt, amend, alter, change or repeal the certificate of incorporation when proposed and approved at the stockholders meeting, with not less than a simple majority vote of the common stock.

### Article XII Shareholders Rights to Purchase and Transfer

The corporation shall have preemptive rights to purchase, at a fair market price based on the conditions at the time of the transaction, terms and conditions agreed upon by the seller member and the board of directors, such as the shares of the stock of this corporation.

If the board of directors do not exercise their preemptive rights then, this right is passed onto the individual shareholders.


If the individual shareholders do not exercise their preemptive rights then the seller member can sell their shares of stock to a non-family member, with the approval of not less than a simple majority vote of the common stock.

All stock transfers must be with the approval of not less than a simple majority vote of the common stock.

The undersigned incorporators have executed these Articles of Incorporation this eleventh (11) day of March, 1996.

Signature:   
Aurora Atanasia Pedraza Patino de Valdespino

Signature:   
Isabel Mariana Pedraza Patino de Rios

Signature:   
Josefina Ocelia de la Caridad Pedraza Patino

Signature:   
Angela Milfred Torres de Pedraza

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

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Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the 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 the corporation is:

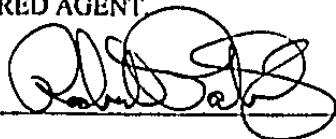
**The Jose Eleuterio Pedraza Cabrera and**  
**Isabel Aurora Patino Martinez Helms, Incorporated.**

2. The name and address of the registered agent and office is:

Name: **Roberto Patino**  
Address: **8350 S.W. 27 Lane**  
City/State/Zip: **Miami, Florida 33155**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: \_\_\_\_\_



Date: **March 11, 1996**