

PA96000024793

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

STATE OF FLORIDA
DEPARTMENT OF REVENUE
TALLAHASSEE, FLORIDA 32399-0001

Office Use Only

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

1. PORT ANTIGUA PAINTING, CORP
(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

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 96 MAR 20 PM 2:08

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 20 AM 10:56
 DIVISION OF CORPORATION

Examiner's Initials JP 3/20/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAR 20 PM 2:00

ARTICLE I - INCORPORATION
OF
PACIFIC AND COMPANY, INCORPORATED

ARTICLE II - NAME

The name of this corporation shall be:

Pacific and Company, Inc.

ARTICLE III - PURPOSE OF BUSINESS

This corporation may engage in the business of any and all activities permitted under the laws of the State of Florida and the United States of America.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue is one hundred (100) common shares, par value \$1.00.

ARTICLE V - TERM OF EXISTENCE

This corporation shall exist perpetually unless dissolved or otherwise terminated by law.

ARTICLE VI - ADDRESS

The initial place of business address of this corporation in the State of Florida is:

1422 S. W. 169 Ave
MIAMI, FL 33187

The corporation retains the power of moving its office to any other address in Florida, as may from time to time be determined and authorized by the Board of Directors.

ARTICLE III - Directors

The Board of Directors shall consist of not less than five (5) members. The number of directors may be increased or decreased from time to time by such amendments to the Charter as may be adopted by the Board of Directors.

The members of the Board shall constitute and hold office as such for one (1) year and until their successors are duly appointed and take office. The term of office and the appointment of each director shall be governed by the Charter. Any director of one (1) or more other corporations, firms and partnerships and all claims and liabilities created by such persons shall become, in respect to such person, the liability of the corporation being a director of or officer of the corporation, or the liability of any individual director or officer of the corporation, and shall remain in each and every one of all claims and other expenses reasonably incurred by the corporation on behalf of any claim or liability provided that no person shall be held liable for any claim or liability on account of the any report or matter of the corporation with respect to the claim or liability, as he shall be deemed to have acted in good faith and in the best interests of the corporation and will not be held liable for the performance of his duties.

The Board is authorized to sue or be sued, and to incur any liability which it may incur, and to sue or be sued, and to incur any liability which it may incur, and to sue or be sued, and to incur any liability which it may incur, and to sue or be sued, and to incur any liability which it may incur.

It shall be the duty of the Board to see that the corporation and any other corporations, and no act of this corporation shall in any way be affected or invalidated by the fact that any director or officer of the corporation is, or is pecuniarily or otherwise interested in, or is a director or officer of, such other corporation, any director or officer of such other corporation, or any firm of which any director may be a member, may be a partner, or may pecuniarily or otherwise be interested. Any contract or transaction of the corporation provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with the like force and effect as if he were not such director or officer of such other corporation or not so interested.

ARTICLE VIII - OFFICIAL ADDRESS OF OFFICERS

The names and office addresses of the officers of the Corporation shall be set forth in the following table. The names and office addresses of the officers shall be set forth in the following table. The names and office addresses of the officers shall be set forth in the following table.

NAME

OFFICE ADDRESS

RODNEY GIBBS
President/ Treasurer

14922 S.W. 9th Lane
MIAMI, FL 33187

GUYDOLY GIBBS
Secretary

14922 S.W. 9th Lane
MIAMI, FL 33187

ARTICLE VIII - OFFICIAL ADDRESS

The names and office addresses of each officer shall be set forth in the following table.

NAME

OFFICE ADDRESS

RODNEY GIBBS
President/ Treasurer

14922 S.W. 9th Lane
MIAMI, FL 33187

ARTICLE IX - INITIAL REGISTERED OFFICE AND AGENT

The registered office address for this Corporation in the State of Florida will be:

14922 S.W. 9th Lane
MIAMI, FL 33187

Its authorized agent:

RODNEY GIBBS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 MAR 20 PM 2:08

I, the undersigned, do hereby certify that the foregoing is a true and correct copy of the articles of incorporation of the corporation named herein, as the same appear in the records of the Secretary of State of the State of Florida, and that the same have been filed for record in the office of the Secretary of State of the State of Florida, on this _____ day of _____, 1996.

The above is being filed this _____ day of _____, 1996, at _____, Florida, in compliance with the provisions of the Florida Statutes, Chapter 605, Florida Statutes.

Robert Gomez
President, _____

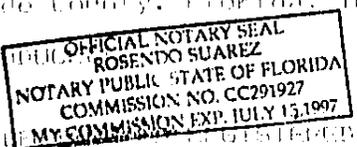
State of Florida
COMMERCIAL CODE

I, _____, Notary Public, do hereby certify that on this _____ day of _____, 1996, personally appeared before me _____, authorized representative of _____, to administer oaths and take acknowledgments.

Before me, _____, the persons who executed the foregoing certificate of incorporation, and acknowledged that they signed and executed the same for the uses and purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Dade County, Florida, the day and date above written.

FORWARDED TO _____
DRIVER LICENSE


Notary Public

_____ REGISTERED AGENT _____

Having been named as registered agent and to receive 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.

Robert Gomez
14955 SW 24th Lane
Miami, FL 33197