

**P96000028027**

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

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

1. Aventura Villas 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 STATES  
 SECRETARY OF CORPORATIONS  
 05 APR - 1 PM 2:15

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

Examiner's Initials g 4/1/96

ARTICLES OF INCORPORATIONS

OF

AVENTURA VILLAS CORP.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 APR -1 PM 2:15

We, the undersigned, hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida, and under the statute of the State of Florida providing for the formation, rights, privileges, immunities and liabilities of incorporation for profit, to-wit:

ARTICLE I

The name of the Corporation shall be;

ARTICLE II

The corporation shall engage in any activity or business permitted under the laws of the State of Florida and of the United States of America.

ARTICLE III

The maximum number of shares which the corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock, and which common stock shall have a par value of \$500.00 per share.  
All stock is to be issued as fully paid and exempt from assessment.

ARTICLE IV

The pledge, sale transfer or other disposition of the capital stock may be governed and restricted by the the by-laws or written agreement amongst the stock holders which shall be on file in the office of the offices of the corporation so named in Article VII herein.  
The by-laws may provide for cumulative voting by stockholders at all elections of the directors of the corporation.

ARTICLE V

The amount of capital with which this corporation may begin businas shall not be less than five hundred... (\$500.00) dollars.

The existence of corporation is perpetual.

ARTICLE VII

The initial post office and registered offices of the corporation, in the state of Florida shall be. 9990 S.W. 77 AVE ROOM 201 MIAMI, FL 33156  
directors may time to time principal offices to any other address within the state of Florida. The register agent HENRY FORERO  
address 9990 S.W. 77 AVE ROOM 201 MIAMI, FL 33156

ARTICLE VIII

The business of the corporation shall be managed by a board of directors consisting of not less than (2) nor more than (5) directors. A quorum for the holding of a meeting of the board of directors, and for the transaction of any business properly carried out by the directors on behalf of the corporation, shall consist of a majority of the members thereof. But, the directors, may consent to the doing of any act as though a formal meeting had been held pursuant to call being duly made and as though a the said act, been present, and/or such duties may be delegated to an " Executive committee".

ARTICLE IX

The names and post office addresses of the members of the first board of Directors and corporate officers are as follows:

*(Handwritten initials)*

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
HENRY FORERO	PRESIDENT	9990 S.W. 77 AVE ROOM 201 MIAMI, FL. 33156
JOHN PETRACELLI	SECRETARY	9990 S.W. 77 AVE ROOM 201 MIAMI, FL. 33156.

ARTICLE X

The names and post office addresses of the subscribers to the Articles of Incorporation, and the number of shares of stock that they agree to take are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CASH VALUE</u>
HENRY FORERO	9990 S.W. 77 AVE. R201 MIAMI, FL. 33156	50	\$ 250.00
JOHN PETRACELLI	9990 S.W. 77 AVE. R201	50	250.00
		<u>100</u>	<u>\$ 500.00</u>

ARTICLE XI

The stock of the corporation may be issued pursuant to the provisions under \* 1244 of the Internal Revenue Code in order for the stockholders of the corporation may receive the benefits thereunder.

IN WITNESS WHERE OF: We have hereunto set our hands and seals this 27 day of March, 1996

[Signature] (SEAL)  
HENRY FORERO  
[Signature] (SEAL)  
JOHN PETRACELLI  
[Signature] (SEAL)

STATE OF FLORIDA:

CERTIFICATE OF DESIGNATION

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 APR -1 PM 2: 15

REGISTER AGENT / REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, 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: AVENTURA VILLAS CORP.  
9990 S.W. 77 AVE APT 201 MIAMI FL 33156

2. The name and address of the registered agent and office is:  
HENRY FORERO  
(NAME)  
9990 S.W. 77 AVE APT. 201  
(P.O. BOX NOT ACCEPTABLE)  
MIAMI FL. 33156  
(CITY/STATE/ZIP)

SIGNATURE [Signature]  
(corporate officer)  
TITLE PRESIDENT  
DATE 3-27-96

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE 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 OF MY POSITION AS REGISTERED AGENT.

SIGNATURE [Signature]  
DATE 3-27-96