

P 96000039626

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

800001313878

00 00/96-01059-016

\*\*\*122.50 \*\*\*122.50

Office Use Only

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

1. SOUTH BEACH SHOPPING & DESIGN, INC.  
(Corporation Name) (Document #)

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

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

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

☐ Walk in

☒ Pick up time 10:00

☒ 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 FILINGS            |                  |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report    |
| <input type="checkbox"/> | Fictitious Name  |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/<br>QUALIFICATION |                     |
|--------------------------------|---------------------|
| <input type="checkbox"/>       | Foreign             |
| <input type="checkbox"/>       | Limited Partnership |
| <input type="checkbox"/>       | Reinstatement       |
| <input type="checkbox"/>       | Trademark           |
| <input type="checkbox"/>       | Other               |

RECEIVED  
96 MAY - 8 AM 10: 37  
DIVISION OF CORPORATION

SN

MAY - 8 1996

Examiner's Initials

**DAVID H. POLLACK**

JAMES P. POLLACK, ESQ.  
OF COUNSEL.

Attorney at Law  
Courthouse Tower  
44 West Flagler- Suite 408  
Miami, Florida 33130

TELEPHONE: (305) 374-8919  
FACSIMILE: (305) 377-3174

May 7, 1996

Florida Division of Corporations  
**DOMESTIC CHARTER SECTION**  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: **SOUTH BEACH SHOPPING & DESIGN, INC.**

Gentlemen:

Enclosed herewith are three duly executed originals of **ARTICLES OF INCORPORATION** for the captioned corporation.

Also enclosed is a check in the amount of **\$122.50** to cover the cost of filing and one certified copy. Please stamp the third copy and return to me.

Should anything further be required, please do not hesitate to contact me. Thank you for your assistance.

Very truly yours,

  
David H. Pollack, Esq.

**ARTICLES OF INCORPORATION  
OF  
SOUTH BEACH SHOPPING & DESIGN, INC.**

FILED  
CORP-0 PH 2:49  
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporators of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I**

The name of the corporation is SOUTH BEACH SHOPPING & DESIGN, INC., (hereinafter called the "Corporation").

**ARTICLE II**

The date of Corporate existence shall be the date these articles are filed with the Secretary of State. The period of duration of the Corporation is in perpetuity.

**ARTICLE III**

The purpose of the Corporation is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV**

This Corporation shall have authority to issue one hundred (100) shares of Common Capital stock having a par value of \$1.00 per share.

#### **ARTICLE V**

The address of the principal office and the mailing address of the Corporation is 1500 Bay Road, Suite 1524, Miami Beach, Florida 33139.

#### **ARTICLE VI**

The street address of the Corporation's initial registered office is 1500 Bay Road, Suite 1524, Miami Beach, Florida 33139 and the name of its initial registered agent at such office is Nanci Badiner.

#### **ARTICLE VII**

The Board of Directors of the Corporation shall consist of at least two (2) directors initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in, the Corporation's Bylaws. The name and address of the members of the initial Board of Directors, who will serve as the Corporation's directors until successors are duly elected and qualified are:

JEANIE LIENBY  
1500 Bay Road - Suite 1524  
Miami Beach, Florida 33139

NANCI BADINER  
1500 Bay Road - Suite 1524  
Miami Beach, Florida 33139

### **ARTICLE VIII**

The names and address of the Incorporators signing these Articles of Incorporation are:

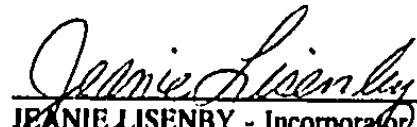
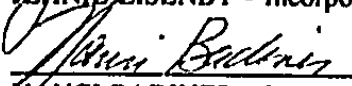
JEANIE LIENBY  
1500 Bay Road - Suite 1524  
Miami Beach, Florida 33139

NANCI BADINER  
1500 Bay Road - Suite 1524  
Miami Beach, Florida 33139

### **ARTICLE IX**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned, being the Incorporators named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida have signed these Articles of Incorporation this 6<sup>TH</sup> day of May, 1996.

  
JEANIE LIENBY - Incorporator  
  
NANCI BADINER - Incorporator

STATE OF FLORIDA )  
 ) ss:  
COUNTY OF DADE )

SWORN TO AND SUBSCRIBED before me this 6<sup>th</sup> day of May, 1996  
by Nanci Badiner and Jeanie Lisak,  
to me known to be the persons who executed the foregoing Articles of Incorporation, and they  
acknowledged to and before me that they executed such instrument.



DAVID H. POLLACK  
My Commission CC488872  
Expires Aug. 18, 1999

David H. Pollack  
Notary Public, STATE OF FLORIDA

Print Name: DAVID H. POLLACK

My Commission Expires:

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of SOUTH BEACH SHOPPING & DESIGN, INC., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

*Nanci Badiner*

NANCI BADINER, Registered Agent

*May 6, 1996*

Date

TALLAHASSEE, FLORIDA

MAY -3 PM 2:40

STATE OF FLORIDA )  
 ) ss:  
COUNTY OF DADE )

SWORN TO AND SUBSCRIBED before me this 6<sup>th</sup> day of May, 1996  
by Nanci Badiner

to me known to be the person who executed the foregoing Acceptance of Appointment of Registered Agent and acknowledges to and before me that such instrument was so executed.



DAVID H. POLLACK  
My Commission CC488822  
Expires Aug. 15, 1999

*David Pollack*

Notary Public, STATE OF FLORIDA

Print Name: DAVID POLLACK

My Commission Expires:

P96000039626

JAMES P. POLLACK, ESQ.  
OF COUNSEL

DAVID H. POLLACK  
Attorney at Law  
Courthouse Tower  
44 West Flagler Street - Suite 408  
Miami, Florida 33130

TELEPHONE: (305) 374-8919  
FACSIMILE: (305) 377-3174

August 19, 1996

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

300001929853  
-08/22/96--01078--003  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: South Beach Shopping & Design, Inc.

To Whom It May Concern:

Enclosed please find Articles of Amendment to Articles of Incorporation for the above-captioned corporation, along with a filing fee in the amount of \$35.00.

Please call this office if you have any questions.

Sincerely yours,



David H. Pollack

Enc.

SH 8/28  
Amend.  
FILED  
95 AUG 22 AM 9:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
SOUTH BEACH SHOPPING & DESIGN, INC.**

FILED  
AUG 13 1996  
MIAMI BEACH, FLORIDA

The name of the corporation is South Beach Shopping & Design, Inc. (hereinafter the "Corporation").

Pursuant to 607.1006, Florida Statutes, the Corporation adopts the following Articles of Amendment to its Articles of Incorporation.

**ARTICLE I**

Article V of the Corporation's Articles of Incorporation is hereby deleted in its entirety and replaced with the following text:

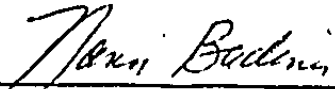
**ARTICLE V**

The address of the principal office and mailing  
address of the Corporation is 1445 Alton Road,  
Miami Beach, Florida 33139.

**ARTICLE II**

The foregoing amendment was adopted on August 14, 1996. The amendment was approved by the joint unanimous written consent of the shareholders and the directors of the Corporation dated August 14, 1996. The number of votes cast in favor of the amendment was sufficient for its approval.

**IN WITNESS WHEREOF**, the undersigned officer of the Corporation has executed these Articles of Amendment to the Articles of Incorporation this 14th day of August, 1996.

  
\_\_\_\_\_  
President

**UNANIMOUS JOINT WRITTEN CONSENT  
OF  
DIRECTORS AND SHAREHOLDERS  
OF  
SOUTH BEACH SHOPPING & DESIGN, INC.**

Pursuant to Florida Statutes 607.0704 and 607.0821, the undersigned constituting all of the shareholders and all of the directors of South Beach Shopping & Design, Inc., a Florida corporation (the "Corporation") do hereby consent to and approve the following actions in lieu of holding a meeting:


RESOLVED, that the Corporation shall change its principal office and mailing address from 1500 Bay Road, Suite 1524, Miami Beach, Florida 33139 to 1445 Alton Road, Miami Beach, Florida 33139 and shall amend its Articles of Incorporation to reflect such change; and

FURTHER, RESOLVED, that the form of Articles of Amendment to Articles of Incorporation attached hereto as Exhibit A is hereby approved and adopted as of the date set forth below; and

FURTHER, RESOLVED, that an appropriate officer of the Corporation is hereby authorized to execute the Articles of Amendment and to file said Articles of Amendment with the Florida Department of State.

**IN WITNESS WHEREOF**, the undersigned have executed this Unanimous Joint Written Consent of Directors and Shareholders this 14th day of August, 1996.

  
\_\_\_\_\_  
Director and Shareholder

  
\_\_\_\_\_  
Director and Shareholder

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
SOUTH BEACH SHOPPING & DESIGN, INC.**

EXHIBIT A  
FILED  
AUG 22 11 50 AM  
MIAMI BEACH, FLORIDA

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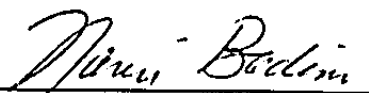
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\_\_\_\_\_  
President