

# P96000042399

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

41000011826724  
05/17/96--01051--015  
+++122.50 +++122.50

Office Use Only

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

1. EDENFLOWERS, INC.

(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

| 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  
56 MAY 17 AM 10:27  
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

OF

EDENFLOWERS, INC.

---

RECEIVED  
AUG 17 PM 2:10  
MILLANASSEE, FLORIDA

ARTICLE I - NAME

---

The name of this corporation is:

EDENFLOWERS, INC.

ARTICLE II - DURATION

---

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. Corporate existence shall commence at the time of filing of the Articles by the Department of State, State of Florida.

ARTICLE III - PURPOSE

---

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

---

This corporation is authorized to issue 5000 shares of ONE DOLLAR (\$1.00) par value common stock which shall be designated "COMMON SHARES".

ARTICLE V - PREEMPTIVE RIGHTS

---

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class and series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE, INITIAL REGISTERED OFFICE AND AGENT

---

The street address of the initial registered office of this corporation is: 4786 PALM BEACH BLVD., FT. MYERS, FLORIDA 33905  
and the name of the initial registered agent of this corporation at that address is: JOSE ALVARADO

The street address of the initial principal office of this corporation is: 4786 PALM BEACH BLVD., FT. MYERS, FLORIDA 33905

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

---

This corporation shall have (2) director(s) initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name(s) and address(es) of the initial director(s) of this corporation is (are):

JOSE ALVARADO  
4786 PALM BEACH BLVD.  
FT. MYERS, FLORIDA 33905

CORNELIO ALVARADO  
9930 S.W. 5TH STREET CIRCLE  
MIAMI, FLORIDA 33174

#### ARTICLE VIII - INCORPORATOR(S)

---

The name(s) and address(es) of the person(s) signing these articles is (are):

JOSE ALVARADO  
4786 PALM BEACH BLVD.  
FT. MYERS, FLORIDA 33905

#### ARTICLE IX - BYLAWS

---

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

#### ARTICLE X - CALLING OF SPECIAL MEETINGS

---

Special meetings of shareholders may be called by the Board of Directors or the holders of not less than one tenth of all shares entitled to vote at the meeting.

#### ARTICLE XI - SHAREHOLDER QUORUM AND VOTING

---

The majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote in the subject matter shall be the act of the shareholders.

#### ARTICLE XII - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

---

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XIII - INDEMNIFICATION

---

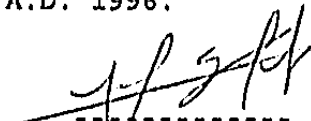
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the law.

ARTICLE XIV - AMENDMENT

---

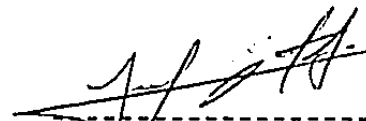
This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber(s) has (have) executed these Articles of Incorporation this 14 day of MAY, A.D. 1996.

  
-----  
JOSE ALVARADO

FILED  
MAY 17 PM 2:10  
TALLAHASSEE, FLORIDA

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 resident agent.

  
-----  
JOSE ALVARADO  
REGISTERED AGENT

DATE: MAY 1, 1996