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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. PEAK CORPORATION

(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
96 MAY 28 AM 10:53
DIVISION OF CORPORATION

500001841245
-05/28/96--01050--023
****122.50 ****122.50

ARTICLES OF INCORPORATION
OF
PEAK CORPORATION

FILED
MAY 28 PM 3:32
TALLAHASSEE, FLORIDA

ARTICLE I

NAME:

The name of this corporation is: PEAK CORPORATION

ARTICLE II

PURPOSE:

This corporation may engage in the import/export business and, besides,
this corporation may engage in any lawful business for which a corporation may be
incorporated in the State of Florida.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 1,000,000 shares of common stock of
\$0.01 par value each.

ARTICLE IV

PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights, pursuant to Section 607.0630 of the Florida Business Corporation Act, as presently enacted..

ARTICLE V

RESTRICTIONS ON TRANSFER OF SHARES

The bylaws of this corporation may impose restrictions on the transfer or registration of its shares for any reasonable purpose and such restrictions shall be binding on the holder or a transferee of the holder, pursuant to Section 607.0627 of the Florida Business Corporation Act, as presently enacted.

ARTICLE VI

MAIN PLACE OF BUSINESS, INITIAL REGISTERED OFFICE AND AGENT

The ~~initial registered office, and~~ mailing address of the Corporation is:
1177 N.W. 81st Street, Miami, Florida 33150, and the Registered Agent is:
Rolando A. Amador, Esq., Amador & Amador, P.A., 780 N.W. LeJeune Road,
Suite 423, Miami, Florida 33126.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The corporation shall have the number of directors specified in the by-laws.

The number of directors may be either increased or decreased from time to time, in the manner provided in the by-laws.

The initial Directors of the Corporation are:

JUAN JOSE DALMASY	15124 West Tranquility Lake Drive Delray Beach, Florida 33446
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JOSE ESTEPHAN	Avenida 27 de Febrero #308 Santo Domingo, Dominican Republic
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ARTICLE VIII

INCORPORATORS

The names and addresses of the persons signing these articles are:

Name

Street Address:

JUAN JOSE DALMASY	15124 West Tranquility Lake Drive Delray Beach, Florida 33446
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JOSE ESTEPHAN	Avenida 27 de Febrero #308 Santo Domingo, Dominican Republic
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ARTICLE IX

OFFICERS

This corporation shall have the officers described in its by-laws or appointed by the board of directors in accordance with the by-laws.

Initially, the following will be the officers of this corporation:

President: Juan Jose Dalmasy

Vice-President: Jose Estephan

Secretary: Jose Estephan

Treasurer: Juan Jose Dalmasy

ARTICLE X

BY-LAWS

The power to adopt, alter, amend or repeal by-laws, shall be vested in the Board of Directors.

The power to adopt initial by-laws corresponds to the incorporators, or to the first Board of Directors. The power to amend the initial by-laws corresponds to the Board of Directors, but only the shareholders may adopt emergency by-laws.

ARTICLE XI

NOTICES

This corporation may give oral notice in any case where notice to shareholders, directors or officers is required or convenient, but notice to this corporation shall always be in writing, in the manner set forth in Section 607.0141 of the Florida Business Corporation Act as presently enacted.

ARTICLE XII

PROCEDURE IN CASE OF DEADLOCK

In case of deadlock in any decision to be made by the Board of Directors and/or the shareholders, no director or shareholder shall seek dissolution of the corporation, but, instead, the dispute shall be submitted for decision to a panel of three persons who are either attorneys or certified public accountants, authorized to practice in Florida; two of such persons shall be selected, one each, by the parties in deadlock; the third shall be chosen by the two persons selected by the parties in deadlock. If any party refuses to appoint the attorney or certified public accountant then, any party may petition the Dade County Bar Association and/or the Dade County CPA Association to nominate, in the stead of the non-nominating party, an attorney or a certified public accountant, and the attorney or certified public

accountant so nominated shall be considered as nominated by the party or parties which have refused or neglected to nominate pursuant to this Article.

The Decision of this panel shall be binding on the corporation, its directors, officers, and shareholders and shall be considered the act of the board of directors and/or the shareholders. The Corporation shall bear the cost incurred in the selection and functioning of the panel and shall save its members harmless and always indemnified from any liabilities incurred as a consequence of the performance of their duties, including those arising out of negligence.

ARTICLE XIII

DATE OF COMMENCEMENT

The effective date of this corporation is the date of filing by the Secretary of State.

ARTICLE XIV

CORPORATION ACQUISITION OF ITS OWN SHARES

In the extent permissible by Section 607.0631 of the Florida Business Corporation Act, this corporation may acquire its own shares, which will then constitute treasury shares of this corporation, i.e., shall be issued but not outstanding shares, until cancelled or disposed of by the corporation.

SHAREHOLDERS' AGREEMENT

IN WITNESS WHEREOF, the undersigned incorporator has executed

22nd day of April, 1996.
JUAN JOSE DALMASY

State of Florida)
) SS
County of Dade)

BEFORE ME, the undersigned authority, personally appeared JUAN JOSE DALMASI and JOSE ESTEPHAN, who are personally known to me to

be the persons who executed the foregoing Articles of Incorporation, or who

produced Florida Driver's License and Dominican Republic Passport
#15671-88A #1406672

identification, respectively, and they acknowledged before me that they executed

same, this 22nd day of April, 1996.

Carmen Amador

Notary Public, State of Florida

Printed Name: CARMEN AMADOR

My commission expires:



HAVING BEEN NAMED to accept service of process for the above stated corporation at the place designated above, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Rolando A. Amador
ROLANDO A. AMADOR, ESQ.
REGISTERED AGENT

FILED
95 MAY 28 PM 3:32
CLERK OF STATE
TALLAHASSEE, FLORIDA