

P96000047134

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. BRAZ-INTERNATIONAL FREIGHT FORWARD 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 Service

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

FILED  
TALLAHASSEE, FLORIDA

96 JUN -4 PM 1:30

DIVISION OF CORPORATION

96 JUN -4 AM 11:33

RECEIVED

**CERTIFICATE OF INCORPORATION  
OF**

**BRAZ-INTERNATIONAL FREIGHT FORWARD INC.**

**FILED**  
26 JUN -4 PM 1:30  
TALLAHASSEE, FLORIDA

We, the undersigned subscribers to these Articles of Incorporation natural persons competent to contract from a Corporation the Laws of the State of Florida.

**ARTICLE I, NAME OF CORPORATION:**

The name of the corporation shall be **BRAZ-INTERNATIONAL FREIGHT FORWARD INC.**

**ARTICLE II, GENERAL NATURE OF THE BUSINESS:**

The general nature of the business and the object and purpose to be transacted and carried on are:

To conduct any and all business not prohibited by the Laws of the United States and State of Florida.

To conduct business to have one or more officers in and manufacture, buy, hold, mortgages, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights and licenses, in the State of Florida and other countries to conduct debts and borrow money, issued and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfer of corporate properties, or instruments to secure the payments of corporate indebtedness as require.

To purchase the Corporate assets or any other Corporation and engage in the same or other character of business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences or indebtedness created by any other corporation of the State of Florida, or any other State or government and while owner of such stock to exercise all the rights, powers and privileged of ownership, including the right to vote such stock.

**ARTICLE III, CAPITAL STOCK:**

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 100 shares at \$1.00 per share. Such stocks may be issued by the Corporation from time to time for such consideration as may be fixed by the Board of Directors thereof, and may be paid in cash, labor or services.

**ARTICLE IV, INITIAL CAPITAL:**

The number of shares with which this Corporation shall commence business is not less than 100 common stock, and the amount of capital with which this Corporation shall commence business will not be less than One Hundred Dollars ( \$100.00 ).

**ARTICLE V, TERM:**

The Corporation shall continue perpetually, unless sooner dissolved according to laws.

**ARTICLE VI, PRINCIPAL PLACE OF BUSINESS:**

The initial place of business of said Corporation in this State shall be 8276 NW 68 Street Miami, Florida 33166 but the Board of Directors may from time to time, move the principal place of the office to any other address in the State of Florida

**ARTICLE VII, DIRECTORS:**

The business of the Corporation shall be conducted by the Board of Directors, and the number of which Directors shall be fixed by the Stockholders at any regular or called meeting, but the number of Directors shall not be less than one. A majority of the Board shall constitute a quorum. The members of the Board of Directors shall be elected at the annual meeting of Stockholders, and the several officers, as the case may provide for in the by-laws, shall be elected by the Board of Directors at a meeting held immediately after the adjournment of the annual stockholders meeting.

**ARTICLE VIII, FIRST BOARD OF DIRECTORS:**

The names and addresses of the First Board of Directors, who, subject to the provisions of the Certificate of Incorporation, the by-laws of the Corporation and the Statutes of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors have been elected and qualified, are as follow:

Gyorgy Halas  
8276 NW 68 Street  
Miami, Florida 33166

Julio Cesar De Araujo  
8160 Geneva Court A-404  
Miami, Florida 33166

Benedito Gusnao  
8276 NW 68 Street  
Miami, Florida 33166

**ARTICLE IX, STOCK:**

The proceeds of the stock subscribed for will be at least as much as the amount necessary to begin business. The name and place of residence of the subscriber to the capital stock and the number of the shares subscribed for are as follows:

Gyorgy Halas  
8276 NW 68 Street  
Miami, Florida 33166  
34 Shares at \$ 1.00 per  
share = \$ 34.00

Julio Cesar De Araujo  
8160 Geneva Court A-404  
Miami, Florida 33166  
33 Shares at \$ 1.00 per  
share = \$ 33.00

Benedito Gusnao  
8276 NW 68 Street  
Miami, Florida 33166  
33 Shares at \$ 1.00 per  
share = \$ 33.00

**ARTICLE X, OFFICERS:**

The names and mailing addresses of the incorporator, who subject to the provisions of this Certificate of Incorporation, the by-laws of the Corporation and the statutes of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors have elected and qualified, are as follows:

Gyorgy Halas  
President/Secretary  
8276 NW 68 Street  
Miami, Florida 33166

Julio Cesar De Araujo  
Vice-President  
8160 Geneva Court A-404  
Miami, Florida 33166

Benedito Gusnao  
Treasurer  
8276 NW 68 Street  
Miami, Florida 33166

**ARTICLE XI, AMENDMENT:**

These Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at the Stockholders' meeting by a majority of the stocks entitled to vote thereon, unless all Directors and all Stockholders sign a written statement manifesting their intention that certain amendments of these Articles of Incorporation be made.

I, the undersigned, being the original subscriber to the capital stock and Articles of Incorporation, herein above name for the purpose of forming a Corporation to do business within and without the State of Florida, General Act of 1925, and all amendments hereto, to make and file this Certificate hereby declaring that the facts herein stated are true and do respectively agree to take the number of shares of stock herein above set forth, and have accordingly set our hands and seal on this 3rd day of June 1996.

GYORGY HALAS  
President/Secretary  
8276 NW 68 Street  
Miami, Florida 33166

JULIO CESAR DE ARAUJO  
Vice-President  
8160 Geneva Court A-404  
Miami, Florida 33166

BENEDITO GUSNAO  
Treasurer  
8176 NW 68 Street  
Miami, Florida 33166

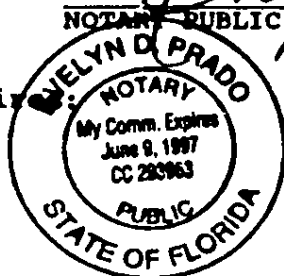
STATE OF FLORIDA)  
                          ) ss  
COUNTY OF DADE )

I, HEREBY CERTIFY THAT, on this day, before me, a notary public, duly authorized in the State of Florida and County of Dade to take acknowledgement, personally appeared Gyorgy Halas, Julio Cesar De Araujo and Benedito Gusnao to me well known to be the persons described as subscribers in and who executes the foregoing Articles of Incorporation.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE NAMED ABOVE THIS 3rd DAY OF June 1996.

Evelyn D. Prado  
NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

My Commission Expires



**CERTIFICATE DESIGNING PLACE OF BUSINESS AND DOMICILE FOR THE  
SERVICE WITHIN THIS STATE, NAMING AGENT UPON PROCESS MAY BE SERVED.**

In pursuance of Chapter 48,901, Section  
607, 164 Florida Statutes, the following  
is submitted, in the compliance with said  
act:

**FIRST: BRAS-INTERNATIONAL FREIGHT FORWARD  
IINC.** desiring to organized under the Laws  
of the State of Florida, with the principal  
office, as indicated in the Articles of  
Incorporation, at the City of Miami  
County of Dade, State of Florida, has named  
Gyorgy Halas located at 8276 NW 68 Street  
Miami, Florida 33166 process within this  
State.

**ACKNOWLEDGEMENT:**

Having been named to accept services of  
process for the above stated Corporation  
at place designated in this Certificate,  
I hereby accept to act in this capacity  
and agree to comply with the provisions of  
said act relative to keeping open said  
office.

  
\_\_\_\_\_  
**GYORGY HALAS  
REGISTERED AGENT**

**FILED**  
96 JUN - 6 PM 1:30  
TALLAHASSEE, FLORIDA