

P96000050096

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

FILED

96 JUN 12 PM 12:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office Use Only

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

1. MAMI METALICA DEMUEBLES CORP.
(Corporation Name) (Document #)

2. MAMI METALIC FURNITURE CORP.
(Corporation Name) (Document #)

3. (Corporation Name) (Document #) 500001859675
-06/12/96--01050--034

4. (Corporation Name) (Document #) ****122.50 ****122.50

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☐ 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

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DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

FILED
96 JUN 12 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAMI METALICA DE MUEBLES CORP.
(MAMI METALIC FURNITURE CORP.)

THIS IS TO CERTIFY that we, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

CORPORATE NAME

The name of this corporation is :
MAMI METALICA DE MUEBLES CORP.
MAMI METALIC FURNITURE CORP.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business and the objects and purposes proposed to be transacted and carried on, are to do any and all of the things herein mentioned, fully and to the same extent as a natural person might or could do, viz :

a) To purchase, acquire, hold, improve, sell, convey, assign, release, mortgage, encumber, lease, hire, construct, equip, operate, manage, and in any other manner deal in real and/or personal property of every name and nature, including stocks and securities of other corps., and to loan money and to take securities for the payment of all sums due the corporation, and to sell, assign, and release such securities, and to carry on any usefull business in connection therewith .

b) to engage in and carry on any business or businesses every act or deed pertaining ther to , either directly or indirectly, which is not prohibited by the laws of the State of Florida, and to so engage in and carry on said business in Florida or any other State in the United States or in any foreign country .

c) to do any and all things necessary, suitable, useful, proper or admissable for the accomplishment of any one of the purposes or for the attainment of any of the objects or further exercise of the power herein set forth, whether herein specified or not, either alone or in connection with other firms, individuals, of corporations, either in the State or throughout the United States, and elsewhere, and to do any other acts or things incidental or pertinent to or connected with the business herein before described or any part or parts thereof, if not inconsistent with the laws under which this corporation is organized .

d) that the main business of the corporation is as follows :
MANUFACTURING OF METALIC FURNITURE, ORNAMENTAL IRON WORK,
FENCES, ETC.

ARTICLE III

CAPITAL STOCK

The total amount of the authorized capital stock of the corporation shall be 5,000 shares of common stock, at \$ 1.00 Par Value

The whole or any part of the capital stock of said Corporation shall be payable in lawfull money of the United States of America, or property, labor or services, at a just valuation to be fixed by the Board of Directors, property or labor may also be purchases with the capital stock at such valuation as shall be fixed by the Board of Directors .

ARTICLE IV

AMOUNT OF CAPITAL TO BEGIN BUSINESS

The amount of capital with which the corporation shall begin business shall be no less than FIVE THOUSAND DOLLARS (5,000.00)

ARTICLE V

CORPORATION EXISTENCE

The corporation shall have perpetual existence unless sooner dissolve, according to law .

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The principal place of business of said Corporation Shall be :

7171 S.W. 44 ST. MIAMI, FL. 33155

with the privilege, however, of having branch offices or places of business at any other place or places within or without the State of Florida, or in foreign countries .

ARTICLE VII

INITIAL BOARD OF DIRECTORS AND OFFICERS

The Corporation shall have 2 directors initially, whose number

may be increased or diminished by the by-laws from time to time but shall never be less than one (1). The names and post office addresses of the members of the first Board of Directors of this corporation, the PRESID.,TREAS. / V.P.,SECRET. who subject to the provisions of

the Articles of Incorporation and the by-laws and General Corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are as follows :

NAME -----	OFFICER -----	ADDRESS -----
MANUEL B. GOMEZ	PRESIDENT & TREASURER	7171 S.W. 44 ST. MIAMI, FL. 33155
MIGUEL ACOSTA	VICE-P. & SECRETARY	7171 S.W. 44 ST. MIAMI, FL. 33155

ARTICLE VIII

INCORPORATORS

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

MANUEL B. GOMEZ

7171 S.W. 44 ST.
MIAMI, FL. 33155

MIGUEL ACOSTA

7171 S.W. 44 ST.
MIAMI, FL. 33155

ARTICLE IX

BY-LAWS

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

ARTICLE X

NAME AND ADDRESS OF SUSCRIBERS
AND NUMBER OF SHARES

Shares of the capital stock of this corporation shall be issued initially to the following persons and in the amounts opposite to their names :

MANUEL B. GOMEZ

7171 S.W. 44 ST.
MIAMI, FL. 33155

2,500 SHARES

MIGUEL ACOSTA

7171 S.W. 44 ST.
MIAMI, FL. 33155

2,500 SHARES

ARTICLE XI

AMENDMENT

This corporation reserves the right to amend, alter, change, or repeal any provision contained in the Articles of incorporation in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to this reservation .

ARTICLE XII

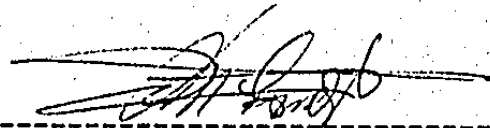
REGISTERED OFFICE AND REGISTERED AGENT

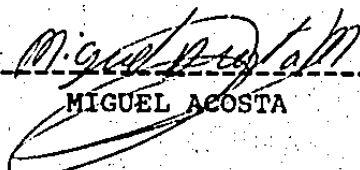
This corporation designates as Registered offices :

7171 S.W. 44 ST. MIAMI, FL. 33155

This corporation designates as Registered agent :
MANUEL B. GOMEZ

IN WITNESS WHEREOF, we, the undersigned, being all the original subscribers to the capital stock hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, and the United States, to make, subscribe, acknowledge, and file ther Articles, hereby declaring and certifying that the facts herein stated are true, and to repectively agree to take the number of shares of stock hereinbefore set forth, and accordingly, have hereunto set our hands and seals this 10TH day of JUNE , 1996 .


----- (SEAL)
MANUEL B. GOMEZ


----- (SEAL)
MIGUEL ACOSTA

STATE OF FLORIDA)
 : SS
COUNTY OF DADE)

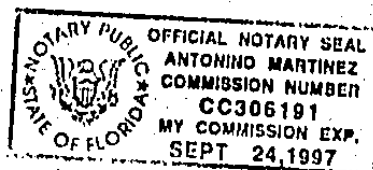
BEFORE ME, the undersigned authority, qualified to take
acknowledgments and administer oaths, personally appeared :
MANUEL B. GOMEZ & MIGUEL ACOSTA

to me well known, and known to me to be the individuals described in and
who executed the foregoing Articles of Incorporation, and each of them
acknowledged before me, according to laws, they made and subscribed the
same for the used and purposes therein expressed and set forth .

WITNESS my hand and official seal a Miami, Dade County, Florida,
this 10TH day of JUNE 1996 .

Antonino Martinez

NOTARY PUBLIC, STATE OF FLORIDA



FILED
96 JUN 12 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48,091, Florida Statutes, the following is submitted, in compliance with said Act :

MAMI METALICA DE MUEBLES CORP.

FIRST----- That MAMI METALIC FURNITURE CORP.

desiring to organize under the laws of the State of FLORIDA

with its principal office, as indicated in the articles of incorporation
at City of MIAMI County of DADE

State of FLORIDA has named MANUEL B. GOMEZ

located at 7171 S.W. 44 ST. MIAMI, FL. 33155

(Street address and number of building, Post office not accepted)
City of MIAMI County of DADE

State of Florida, as its agent to accept service of process within this
state.

ACKNOWLEDMENT :

(MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place desinated 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.

BY



(RESIDENT AGENT)

P96000050096

LAZARUS CORPORATE INDUSTRIES, INC.

Requestor's Name

890 S.W. 87 AVENUE SUITE 16
Address

MIAMI, FL 33174 (305) 552-5973
City/State/Zip Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

000001981710
-08/26/96--01012--026
*****35.00 *****35.00

Office Use Only

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

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(Corporation Name) (Document #)

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4. _____
(Corporation Name) (Document #)

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96 AUG 26 AM 9:53
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TALLAHASSEE, FLORIDA

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96 AUG 26 AM 10:40
DIVISION OF CORPORATION

Examiner's Initials

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

MAMI METALICA DE MUEBLES CORP.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes,
this corporation adopts the following articles of amendment to its
articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being
amended, added or deleted)

ARTICLE I: THIS ARTICLE IS BEING AMENDED BY CHANGING THE NAME OF
THE COMPANY TO MAGNA METALLIC CORP.

ARTICLE VII: THIS ARTICLE IS BEING AMENDED BY DELETING ONE DIRECTOR.
MIGUEL ACOSTA RESIGNS AS DIRECTOR OF MAMI METALICA DE MUEBLES CORP.

ARTICLE VII: THIS ARTICLE IS BEING AMENDED BY ADDING AND CHANGING
DIRECTORS; HERNAN V. MORA IS ELECTED PRESIDENT AND TREASURER, MANUEL
B. GOMEZ IS ELECTED VICE-PRESIDENT AND SECRETARY.

ARTICLE X: THIS ARTICLE IS BEING AMENDED BY ASSIGNING (2,500) SHARES
OF COMMON STOCK IN MAMI METALLICA DE MUEBLES CORP. FROM MIGUEL ACOSTA
TO HERNAN V. MORA.

ARTICLE X: THIS ARTICLE IS BEING AMENDED BY ASSIGNING (250) SHARES
OF COMMON STOCK IN MAMI METALLICA DE MUEBLES CORP. FROM MANUEL B. GOMEZ
TO HERNAN V. MORA.

MAMI METALLICA DE MUEBLES CORP.
7171 S.W. 44 ST.
MIAMI, FL. 33155

SECOND: The date of each amendment's adoption: AUGUST 14TH, 1996

THIRD: Adoption of Amendment(s) (check one)

XXXX The amendment(s) was/were adopted by the incorporators
----- without shareholder action and shareholder action
was not require.

----- The amendment(s) was/were adopted by the board of
directors without shareholder action and shareholder
action was not require.

(continued)

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TALLAHASSEE, FLORIDA

(continued)

----- The amendment(s) was/were approved by the shareholders.
The number of votes cast for the amendment(s) was/were
sufficient for approval.

----- The amendment(s) was/were approved by the shareholders through
voting groups.

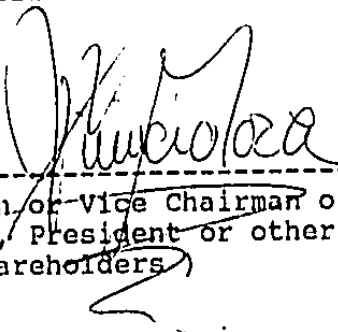
(The following statement must be separately provided for
each voting group entitled to vote separately on the
amendment(s).)

The number of votes cast for the amendment(s) was/were
sufficient for approval by -----

(voting group)

Sign this 14TH day of AUGUST , 19 96

By



(Chairman or Vice Chairman of the Board of
Directors, President or other officer if adopted
by the shareholders)

HERNAN V. MORA

(Typed or print name)

INCORPORATOR

(Title)

P96000050096

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 15, 1997

MAGNA METALLIC CORP.
7171 SW 44 ST.
MIAMI, FL 33155

SUBJECT: MAGNA METALLIC CORP.
Ref. Number: P96000050096

Debit Memo #: 7797-O

This is to inform you that check #1104 in the amount of \$165.00 submitted with the annual report for MAGNA METALLIC CORP. has been returned by your bank because of NON-SUFFICIENT FUNDS.

We request you remit a cashier's check or money order, referencing the above named debit memo number, in the amount of \$180.00 made payable to the Department of State to cover the unpaid fees and service charge.

Section 607.1421 or 617.1421, Florida Statutes, requires at least 60 day notice of our intent to administratively dissolve or revoke your corporation for failure to file the annual report and pay the filing fee. Consider this your 60 day notice if the payment is not received, your corporation will be administratively dissolved or revoked on or after July 15, 1997 and a reinstatement fee of an additional \$585 will be imposed to reactivate the corporation.

Please send the replacement check to my attention at the address listed below.

If you have any questions concerning the filing of your document, please call (904) 487-6057.

Pat Bailey
Accountant I

Letter Number: 997A00026157

P96000050096

July 16, 1997

900002239349--8
-07/16/97--01104--001
****180.00 ****180.00

REPLACEMENT FEE 1997

ANNUAL REPORT: MAGNA METALLIC
CORP.

DEBIT MEMO: # 7797-0

CHECK #: 1104