

P960000 54523

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. *Trading*  
*VACA INC.*  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

FILED  
96 JUN 26 PM 8:08  
TALLAHASSEE, FLORIDA

- ☒ 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

502  
5/22/96  
DIVISION OF CORPORATION  
RECEIVED  
95 MAY 22 AM 10:55  
CORP. - 10947



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 22, 1996

LAZARUS CORPORATE INDUSTRIES INC.  
890 SW 87TH AVENUE STE 16  
MIAMI, FL 33174

SUBJECT: VACA, INC.  
Ref. Number: W96000010947

We have received your document for VACA, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley  
Corporate Specialist

Letter Number: 996A00025547

**CERTIFICATE OF INCORPORATION**

**OF**

**VACA TRADING, INC.**

**FILED**

**96 JUN 26 PM 3:08**

**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 VACA TRADING, 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 business not prohibited by the Laws of the United States and State of Florida.

To conduct business to have one or more officers in buy, sell, import, export, 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 in 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 of 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 1000 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 500 common stock, and the amount of capital with which this Corporation shall commence business will not be less than Five Hundred Dollars (\$ 500.00)

**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 94 SE 1st Street Miami, Florida 33131. 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 a 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 name and office address of the members 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 follows:

Rui Motta  
94 SE 1st Street  
Miami, Fl 33131

Olga M. Motta  
94 SE 1st Street  
Miami, Fl 33131

**ARTICLE IX, SUBSCRIBERS:**

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:

Rui Motta  
94 SE 1st Street  
Miami, Fl 33131

Olga M. Motta  
94 SE 1st Street  
Miami, Fl 33131

**ARTICLE X, OFFICERS:**

The names and post office 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:

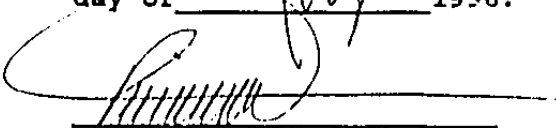
Rui Motta  
President/Secretary  
94 SE 1st Street  
Miami, Florida 33131

Olga M. Motta  
Vice-President/Treasurer  
94 SE 1st Street  
Miami, Florida 33131

**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.

We, the undersigned, being the original subscribers 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, do 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 11th day of July 1996.

  
Rui Motta  
President/Secretary

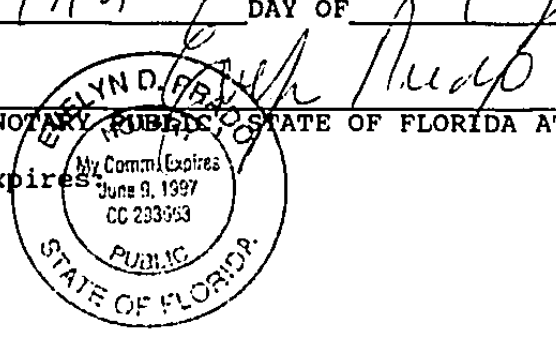
  
Olga M. Motta  
Vice-President/Treasurer

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 Rui Motta and Olga M. Motta to me well known to be the persons described as subscribers in and who execute the foregoing Articles of Incorporation.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE NAMED ABOVE THIS 11th DAY OF July 1996.

My Commission Expires

  
NOTARY PUBLIC STATE OF FLORIDA AT LARGE

My Comm. Expires  
June 9, 1997  
CC 233953

PUBLIC  
STATE OF FLORIDA

**CERTIFICATE DESIGNING OF BUSINESS OF 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: VACA TRADING, INC.  
desiring to organized under 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 Rui Motta 94 SE 1st Street Miami, FL 33131 processes within this State.

FILED  
JUN 26 PM 3:08  
CLERK OF DISTRICT COURT  
PALM BEACH COUNTY, FLORIDA

**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.



Rui Motta  
Registered Agent



# P96000054523

HAZARDUS CORPORATE SERVICES, INC.

Requestor's Name

090 S.W. 87 AVENUE SUITE: 16

Address

MIAMI, FLORIDA 33174 (305)552-5973

City/State/Zip

Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

200001988742--9  
-10729796--01086--016  
\*\*\*\*\*35.00  
Once Only

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

1. VACA TRADING INC.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

☒ Walk in

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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

SECRETARY OF STATE  
TALLAHASSEE  
FLORIDA

96 NOV - 6 PM 1:16

FILED

DIVISION OF CORPORATION

96 OCT 29 AM 11:13

RECEIVED

*Amendment*  
*11/6/96*



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

October 29, 1996

Lazarus

Miami, FL

**SUBJECT: VACA TRADING, INC.**  
**Ref. Number: P96000054523**

We have received your document for VACA TRADING, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6906.

**Darlene Connell**  
Corporate Specialist

Letter Number: 296A00049850

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96 NOV -6 AM 11:36  
DIVISION OF CORPORATION

**ARTICLES OF AMENDMENT  
TO  
ARTICLE OF INCORPORATION  
OF  
VACA TRADING, INC.**

**FILED**  
96 NOV - 6 PM 1:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**FIRST: Amendment(s) adopted:**

**SHALL CONSIST OF:**

**ARTICLE VIII DIRECTORS, ARTICLE IX SUBSCRIBERS AND ARTICLE X OFFICERS, REGISTERED AGENT SHALL READ AS FOLLOWS:**

Olga M. Motta  
94 SE 1st Street  
Miami, Fl 33131

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as mentioned above:

**THIRD:** The date of each amendment's adoption: October 25th, 1996.

**FOURTH:** Adoption of Amendment(s) (check one)

\_\_\_\_\_ The amendment(s) was/were adopted by the incorporators or board of directors without shareholders action and shareholders action was not required.

X\_\_\_\_\_ 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)

Signed this 22nd day of April 1996.

**VACA TRADING, INC.**

\_\_\_\_\_  
(Corporation Name)

By \_\_\_\_\_

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

(A director or incorporator of adopted by the directors or incorporators)

Rui Motta

\_\_\_\_\_  
(Typed or print name)

**PRESIDENT**

\_\_\_\_\_  
(Title)

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: VACA TRADING, INC.

2. The name and address of the registered agent and office is:

OLGA M. MOTTA

**(NAME)**

94 S.E 1ST STREET

**(P.O. BOX NOT ACCEPTABLE)**

MIAMI, FLORIDA 33131

**(CITY/STATE/ZIP)**

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 REGISTERED AGENT.

SIGNATURE *Olga M Motta*

DATE 11/4/96