

P960000 60654

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

1100001333151
07/19/96-01021-003
****122.50 ****122.50

Office Use Only

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

1. PAIO UNIVERSAL 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 State

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
JUL 19 PM 1:33
TALLAHASSEE, FLORIDA

JUL 19 1996

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TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION

OF

RAIO UNIVERSAL CORPORATION

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 **RAIO UNIVERSAL CORPORATION**

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 -- 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 1000 common stock, and the amount of capital with which this Corporation shall commence business will not be less than One Thousand Dollars (\$ 1,000.00)

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 255 East Flagler Street Suite 214-215 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:

CHRISTIAN LUIS FERNANDES DA CRUZ
3648 NE 167 Street
North Miami Beach, Fl 33160

JACYARA MACHADO DA CRUZ
3648 NE 167 Street
North Miami Beach, Fl 33160

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:

CHRISTIAN LUIS FERNANDES DA CRUZ
3648 NE 167 STREET
NORTH MIAMI BEACH, FL 33160
500 Shares at \$1.00 per
Share = \$ 500.00

JACYARA MACHADO DA CRUZ
3648 NE 167 STREET
NORTH MIAMI BEACH, FL 33160
500 Shares at \$1.00 per
Share = \$ 500.00

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:

CHRISTIAN LUIS FERNANDES DA CRUZ
President/Secretary
3648 NE 167 Street
North Miami Beach, Fl 33160

JACYARA MACHADO DA CRUZ
Vice-President/Treasurer
3648 NE 167 Street
North Miami Beach, Fl 33160

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.

~~CHRISTIAN LUIS FERNANDES DA CRUZ~~
President/Secretary

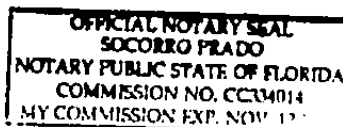
JACYARA MACHADO DA CRUZ
Vice-President/Treasurer

19 PM 1:33
LAHASSEE, FLORIDA

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 Christian Luis Fernandes Da Cruz and Jacyara Machado Da Cruz 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 18 DAY OF July 1996.

My Commission Expires:



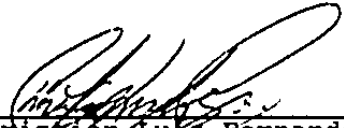
CERTIFICATE DESIGNING OF BUSINESS OF DOMICILE FOR THE SERVICE
WITHIN THIS STATE, NAMING AGENT UPON PROCESS MAY BE SERVED.

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

FIRST: **RAIO UNIVERSAL CORPORATION**
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
Christian Luis Fernandes Da Cruz located at
3648 NE 167 Street North Miami Beach,
Florida 33160 to processs within this
State.

ACKNOWLEDGEMENT:

Having been named to accept service 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.


Christian Luis Fernandes Da Cruz
Registered Agent

FILED
JUL 19 PM 1:33
TALLAHASSEE, FLORIDA