

P 96000060674

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

5010001899139
07/19/96-01018--026
****122.50 ****122.50

Office Use Only

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

1. XPS 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 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

FILED
96 JUL 19 PM 1:53
TALLAHASSEE, FLORIDA

96 JUL 19 AM 10:57
RECEIVED
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned, acting as incorporator of a Corporation under the Florida General Corporation Act., adopts the following Articles of Incorporation for such Corporation.

FILED
96 JUL 19 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the Corporation is XPS INC.

ARTICLE II

The period of duration is perpetual.

ARTICLE III

The purpose of the Corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The Corporation shall have the authority to issue 7500 Shares, all in one class, \$1.00 par value.

ARTICLE V

The principal mailing address and the registered office is 5519 Nw 72 Ave. Miami, Fl. 33166. The name of the initial registered agent is Miguel A. Parra.

ARTICLE VI

The number of Directors constituting its initial Board of Directors is 2 (Two) whose names and addresses are:

Miguel A. Parra
5519 Nw. 72 Ave.
Miami, Fl. 33166

German J. Serrano
5519 Nw 72 Ave.
Miami, Fl. 33166

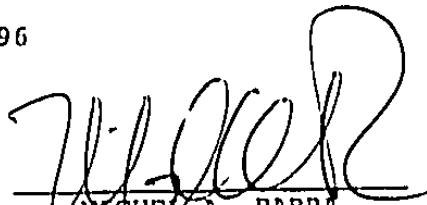
ARTICLE VII

The name and address of the incorporator is: Miguel A. Parra, 5519 Nw 72 Ave. Miami, Fl. 33166.

ARTICLE VIII

Preemptive rights shall be as follows: Subject to the restrictions of the Florida General Corporation Act, the holders of the common stocks of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such as the shares of the stock of the Corporation as may be issued for money, (money, or any other property or services) from time to time, in addition to that stock authorized (and issued) by the Corporation. The preemptive right of any holder is determined by the ratio of the authorized (authorized and issued) shares of common stock held by the holder to all shares of common stock currently authorized (and issued).

DATED this 9 of July, 1996

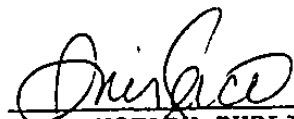

MIGUEL A. PARRA

STATE OF FLORIDA

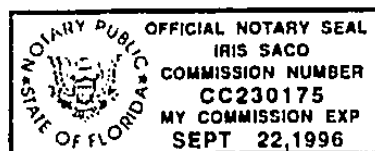
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared MIGUEL A. PARRA who is to me well known to be the person described in and who subscribed to the Articles of Incorporation, and he did freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth. Miguel A. Parra produced a Driver's License as identification and he did not take oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at Miami, Dade County, Florida, this 9 day of July, 1996.


NOTARY PUBLIC
State of Florida at large

My commission expire

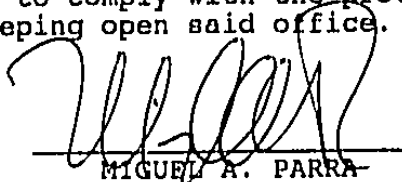


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.

In pursuance to Chapter 48.091, Florida Statutes, the
following is submitted in compliance with said Laws:

FIRST: XPS INC. desiring to organize under the laws of the
State of Florida with its principal office, as indicated in
the Articles of the Incorporation at the City of Miami,
County of Dade, State of Florida, has named Miguel A. Parra
located at 5519 Nw 72 Ave., Miami, County of Dade, State of
Florida, as its agent to accept service of process 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.



MIGUEL A. PARRA

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35 JUL 19 PM 1:53
TALLAHASSEE, FLORIDA