

P96000061048

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. E. & Z. EQUIPMENT INC.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

☒ Walk in

☒ Pick up time 9:00

☒ 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  
96 JUL 22 PM 1:30  
TALLAHASSEE, FLORIDA

RECEIVED  
96 JUL 22 AM 11:59  
DIVISION OF CORPORATIONS

**CERTIFICATE OF INCORPORATION**

**OF**

**F. & Z. EQUIPMENT INC.**

**FILED**

**96 JUL 22 PM 1:30**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

We, the undersigned, in order to form a corporation for profit for the purposes hereinafter stated, under and pursuant to the provisions of the florida statutes, do hereby subscribe to this Certificate of Incorporation, and do adopt the following Articles of Incorporation:

**ARTICLES OF INCORPORATION**

**ARTICLE I.**

The name of this Corporation shall be: **F. & Z. EQUIPMENT INC.**

**ARTICLE II.**

The general nature of the business and the objects and purposes to be transacted and carried on by this corporation shall be:

- (a) The corporation will engage in any activity or business permitted under the laws of the state of Florida and of the United States Of America.
- (b) To enter into, make and perform contrants of every kind, for any lawful purpose, without limit as to amount with any person, firm association or corporation, town, city, county, state, territory or government.
- (c) To purchase or otherwise acquire, and to hold, own maintain or otherwise dispose of and deal in land and leaseholds, and any interest, state and rights in real property, and personal or mixed property, and any franchises, rights, licenses or privileges necessary, convenient or appropriate for any of the purposes herein expressed and to have any and all powers above set forth as fully as natural persons, whether as principals, agents, trustees or otherwise.
- (d) To Guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock of, or any other corporation or corporations organized under the laws of the State of florida or any other State or government, and while the owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote thereon.
- (e) To purchase, hold sell and transfer the shares of its own capital stock; provided it shall not use its funds or

property for the purchase of its own shares of capital stock except for the surplus of its assets over its liabilities including capital; and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly, nor counted as outstanding for the purposes of any stockholder's quorum or vote.

- (f) To do all and everything necessary and proper for the accomplishment of the objects enumerated in these Articles of Incorporation or any amendment to the Certificate of Incorporation as necessary or incidental to the protection and benefit of this lawful business necessary or incidental to the attainment of the objects of this corporation whether or not such business is similar in nature to the objects set forth in these Articles of Incorporation and to do any and all things herein before set forth to the same extent as natural persons might or could do.

#### ARTICLE III.

The maximum number of shares of stock which this corporation shall have outstanding at any time, shall be ONE THOUSAND (1000) shares, all of which shall be of ONE DOLLAR(\$1.00) par value, and each of which shares shall be issued fully paid and non-assessable, and shall be payable in service or property at just valuation, to be fixed by the Directors of this corporation at the organizational meeting, or any other meeting held for that purpose.

#### ARTICLE IV.

The initial registered office of the corporation is:  
13853 S W 163 ST MIAMI FL 33177 and the initial registered agent at such address is: RIGOBERTO AGUILAR

#### ARTICLE V.

This corporation is to have perpetual existence.

#### ARTICLE VI.

The initial post Office Address of the principal office of this corporation in the State of Florida is: 13853 S W 163 ST  
Miami Florida 33177  
The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

#### ARTICLE VII.

This Corporation shall have TWO (2) directors, initially. The number of directors may be increased or diminished from time to time by-laws adopted by the stockholders, but shall never be less than one.

#### ARTICLE VIII

The names and post office addresses of the first Board of Directors and officers of this corporation, who shall hold office for the first year of its existence or until their successors are elected and qualified, are as follows:

RIGOBERTO AGUILAR  
10569 SW 216 ST  
MIAMI FLORIDA 33190

DIRECTOR  
PRESIDENT  
REGISTERED AGENT

SENOVIA D. CHAVARRIA  
13853 SW 163 ST  
MIAMI FLORIDA 33177

DIRECTOR  
TREASURER  
SECRETARY

#### ARTICLE IX.

The names and post office addresses of the subscribers to this Certificate of Incorporation and the number of shares each agrees to take and the value of the consideration paid there-of, the total aggregate amount of which is not less than the amount of capital with which the corporation will begin business, is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>VALUE</u>
RIGOBERTO AGUILAR	10569 SW 216 ST APT F MIAMI FL 33190	250	\$250.00
SENOVIA D. CHAVARRIA	13853 SW 163 ST MIAMI FL 33177	750	\$750.00

#### ARTICLE X.

The management and control of the business of this corporation shall be continued under the directions of the Board of Directors by the officers who shall be elected by the Board of Directors, to-wit: a president; one or more Vice-Presidents; a Treasurer and a Secretary; one or more of said officers may hold on or more offices.

#### ARTICLE XI

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon.

#### ARTICLE XII

In furtherance, and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized:

- (a) To adopt and amend the by-laws of this corporation, provided the amendments thereto are not inconsistent with the by-laws adopted by the stockholders.
- (b) To authorize and cause to be executed mortgages and liens upon the real and personal property of this corporation.
- (c) To set apart out of any funds of the corporation available for dividends a reserve or reserves in the manner in which it was created.
- (d) When and as authorized by the affirmative vote of stockholders of record holding stock in the corporation entitling them to exercise at least a majority of the voting power given at a stockholders' meeting duly called for that purpose, or when authorized by the written consent of stockholders of record holding stock in the corporation entitling them to exercise at least a majority of the voting power, to sell, lease, or exchange all of its property and assets, including its good will and its corporate franchises, or any property of assets essential to the business of the corporation, upon the terms and conditions as its Board of Directors deem expedient and for the best interests of the corporation.

IN WITNESS WHEREOF, the incorporators have hereunto set their respective hands and seals this 17th day of JULY, 1996.

 (SEAL)  
RIGOBERTO AGUILAR

 (SEAL)  
GENOVIA D. CHAVARRIA


STATE OF FLORIDA )  
COUNTY OF DADE ) SS

I HEREBY CERTIFY, that on this day , before me a Notary public,  
duly authorized in the state and county named above to take  
acknowledgements, personally appeared RIGOBERTO AGUILAR

to me known to be the persons described as subscribers in and  
who executed the forgoing Articles of Incorporation and  
acknowledged before me that they subscribed to those Articles  
of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official  
seal at miami Dade County , Florida this 17th day of  
JULY 17, 1996.

OFFICIAL NOTARY SEAL  
LUIS A PANTOJA  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC49327  
MY COMMISSION EXP. MAR 26, 1999  
Notary Rubber Stamp Seal

  
Notary Signature  
LUIS A. PANTOJA  
Printed Notary Signature

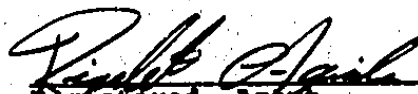
STATE OF FLORIDA )

COUNTY OF DADE ) SS

**ACCEPTANCE BY REGISTERED AGENT:**

Having been named as Registered Agent and to accept service of process for the above named Corporation at the place designated in this Articles, 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.

DATE: JULY 17, 1996.

  
Registered Agent  
RIGOBERTO AGUILAR

FILED  
96 JUL 22 PM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# P96000061048

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. F. & Z. EQUIPMENT INC.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00  
☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certified Copy  
☐ Certificate of Status

FILED  
97 JUN 25 PM 2:18  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

NEW FILINGS	
<input 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 checked="" type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

700002222497--9  
-06/25/97--01056--009  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

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

RECEIVED  
97 JUN 25 AM 10:49  
DIVISION OF CORPORATION

425  
Jon  
Vou Diss



# ARTICLES OF DISSOLUTION

**FILED**  
97 JUN 25 PM 2:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to section 607.1403, Florida Statutes, this corporation submits the following articles of dissolution:

**FIRST:** The name of the corporation is: F. & Z. Equipment Inc.

**SECOND:** The date dissolution was authorized: 6-16-97

**THIRD:** Adoption of Dissolution (check one)

☒ Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

☐ Dissolution was approved by vote of the shareholders through voting groups.

*[The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:*

"The number of votes cast for dissolution was sufficient for approval by Roberto Aguilar."  
(voting group)

Signed this 16 day of June, 19 97.

Signature

(By the Chairman or Vice Chairman of the Board, President, or other officer)

Roberto Aguilar  
(Typed or printed name)

President  
(Title)

6-16-97

Maryella Fleisch

**OFFICIAL NOTARY SEAL**  
MARYELLA FLEISCH  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC364922  
MY COMMISSION EXP. APR. 17, 1998