

P96000061107

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 JUL 22 PM 2:36

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office Use Only

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

1. MELVIN THE BOOKWORM, INC.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

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☒ Walk in

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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 |

RECEIVED
96 JUL 22 PM 12:00
DIVISION OF CORPORATION

Manuel A. Avila & Associates, P.A.

Attorneys At Law

2250 Southwest 3rd Avenue
Fifth Floor
Miami, Florida 33120

(305) 856-4222
Fax (305) 854-0810

July 19, 1996

Lazarus Corporate Industries, Inc.
c/o Janet Dodoy
890 S. W. 87 Avenue, Suite 16
Miami, FL 33174

Re: Incorporation of Melvan The Bookworm, Inc.

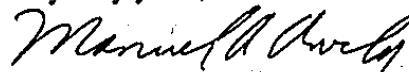
Dear Janet:

Enclosed please find one original and two copies of the Articles of Incorporation for Melvan The Bookworm, Inc.; check number 1014 made out to the Florida Secretary of State in the amount of \$122.50 and check number 1015 made out to Lazarus Corporate Industries, Inc. in the amount of \$68.25.

Please file the Articles of Incorporation and return to this office a certified copy of same, along with a Corporate Book with share certificates showing one thousand authorized shares at no par value.

If you have any questions regarding this request, please let me know. Thank you once again for your services.

Very truly yours,



Manuel A. Avila, Esq.

MAA/aaa
Enclosure
c:\Melvan\lazarus.lt

EFFECTIVE DATE
July 19, 96

ARTICLES OF INCORPORATION

OF

MELVAN THE BOOKWORM, INC.

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

ARTICLE I

NAME

The name of the corporation is Melvan The BookWorm, Inc.

ARTICLE II

DURATION

The period of duration of the corporation is perpetual. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE III

PURPOSES

The purpose for which the corporation is organized is to transact any and all lawful business, and to engage in any activity within the purpose for which corporations may be organized under the Florida General Corporation Act.

ARTICLE IV

CAPITAL STOCK

(a) **Authorized Capital.** The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is One Thousand (1,000.00) shares of common stock having no par value per share.

(b) **Preemptive Rights.** Shareholders shall have no preemptive rights.

(c) **Cumulative Voting.** Cumulative voting shall not be permitted.

ARTICLE V

PRINCIPAL BUSINESS ADDRESS,

INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal office of the corporation is 12890 S.W. 188 Street, Miami, Florida 33177. The street address of the initial registered office of the corporation and the name of the initial registered agent of the corporation is Manuel A. Avila, Esq. located at 2250 South West Third Avenue, Third Floor, Miami, Florida 33129. The registered agent address and the registered office address are the same.

ARTICLE VI

BY-LAWS

The initial by-laws of this corporation shall be adopted by the initial Director. By-laws may be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of Directors, but the Board of Directors shall not alter, amend, or repeal any By-laws adopted by the shareholders if the shareholders specifically provide that such By-laws shall not be altered, amended or repealed by the Board of Directors.

ARTICLE VII

DIRECTORS

The initial Board of Directors shall consist of 1 member, who needs not be a resident of the State of Florida or shareholder of the corporation.

The name and address of the person who shall serve as Director until the first annual meeting of shareholders, or until his successor shall have been elected and qualified, is as follows:

NAME

ADDRESS

Giovanni Sanguily

12890 S.W. 188 Street
Miami, Florida 33177

**ARTICLE VIII
INCORPORATOR**

The name and address of the initial incorporator is as follows:

NAME

ADDRESS

Manuel A. Avila, Esq.

2250 S.W. Third Ave., 5th Floor
Miami, Florida 33129

ARTICLE IX

RIGHT TO AMEND

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

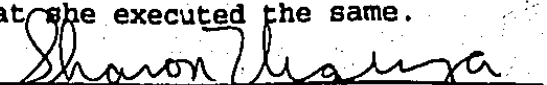
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 19th day of July, 1996.



Manuel A. Avila, Esq.

STATE OF FLORIDA)
) SS:
COUNTY OF Dade)

I HEREBY CERTIFY that on this day before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared MANUEL A. AVILA, ESQ. known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that she executed the same.


Notary Public, State of Florida
at Large


Print Name of Notary Public



SHARON URQUIZA
My Commission CC355192
Expires Mar. 13, 1998
Bonded by HAI
800-422-1855

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, MANUEL A. AVILA, ESQ., hereby accept the designation as
Registered Agent of Melvan The Bookworm, Inc.


Manuel A. Avila, Esquire

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

I HEREBY CERTIFY that on this day before me, an officer
duly authorized to administer oaths and take acknowledgments,
personally appeared MANUEL A. AVILA, ESQ. known to me to be the
person described in and who executed the foregoing instrument, who
acknowledged before me that he executed the same.


Notary Public, State of Florida
at Large

Print Name of Notary Public



SHARON URQUIZA
My Commission CC355193
Expires Mar. 19, 1998
Bonded by HAI
800-422-1888

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TALLAHASSEE, FLORIDA