

PA60000 61460

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. VEGA & SON TREE FARM, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #) 200001102082

3. _____
(Corporation Name) (Document #) -07/23/96--01109--004
****122.50 ****122.50

4. _____
(Corporation Name) (Document #)

☐ Walk in

☒ Pick up time 2:05

☒ 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 23 AM 11:06
DIVISION OF CORPORATIONS
FILED
96 JUL 23 PM 1:06
STATE
7:23.96
62

CERTIFICATE OF INCORPORATION

ARTICLE I

NAME

The name of this Corporation shall be:

VEGA & SON TREE FARM, INC.

ARTICLE II

NATURE OF BUSINESS

This Corporation may engage in any activity of business permitted under the laws of the United States of America and the laws of the State of Florida.

ARTICLE III

TERM OF EXISTENCE

This Corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is the date of incorporation.

ARTICLE IV

MINIMUM CAPITAL

The amount of capital with which the Corporation shall begin business shall not be less than Five hundred dollars (\$500.00), or such greater amount as may be required by law.

ARTICLE V

CAPITAL STOCK

This Corporation is authorized to issue shares of stock as follows:

- A. Designation: The stock of this Corporation shall be known as Common Stock.
- B. Authorized: The maximum number of shares of Common Stock that this Corporation may issue is One hundred (100) shares, having a par value of Five dollars (\$5.00) per share.
- C. Consideration: Shares of Common Stock may be issued in exchange for cash, real property, labor or services

rendered, or any combination of the foregoing. In the absence of fraud in the transaction, the judgement of the Board of Directors as to the value of any such consideration shall be conclusive.

- D. Voting rights: Each share of Common Stock shall entitle the record holder thereof to one vote upon each proposal presented at meetings of the Stockholders of the Corporation.
- E. Liquidation rights: Holders of Common Stock are entitled, in the event of the liquidation or dissolution of this Corporation, to receive their pro-rata share of any assets of this Corporation remaining after payment of all corporate debts and obligations.

ARTICLE VI

NUMBER OF DIRECTORS

This Corporation shall at all times have at least one Director. The Stockholders of this Corporation may, from time to time, and at any time, increase or diminish the size of the Board of Directors of this Corporation, provided that the Corporation shall at all time have a minimum of one Director.

ARTICLE VII

AMENDMENT

This Certificate of Incorporation may be amended in any manner consistent with the laws of the State of Florida.

ARTICLE VIII

SPECIAL VOTING PROVISIONS

The occurrences enumerated in this Article shall not be authorized, nor shall they have any force or effect, unless assented to in writing by the holders of the required percentage of this Corporation's stock entitled to vote at the time of the proposal of any such occurrence. For each such occurrence, the required percentage shall be as follows:

1. Amendment of this Certificate of Incorporation:
Required percentage ==> 51%
2. Sale, lease, or exchange, of all of this Corporation's property and assets, or of any property or assets of this Corporation essential to the business of this Corporation:
Required percentage ==> 51%
3. Merger or consolidation of this Corporation into or with any

other Corporation:
Required percentage ==> 51%

4. Voluntary dissolution of this Corporation:
Required percentage ==> 51%

ARTICLE IX

STOCKHOLDERS AND DIRECTORS

The name and addresses of the Stockholders and Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>	<u>SHARES</u>
BRENDA W. VEGA	12604 BUCKLAND COURT, WEST PALM BEACH FL	DIR/PRESIDENT	100

ARTICLE X

REGISTERED AGENT

The Registered Agent and the Registered Office of this Corporation shall be:

BRENDA W. VEGA
12604 BUCKLAND COURT, WEST PALM BEACH FL

ARTICLE XI

SUBSCRIBER, INITIAL DIRECTOR AND INITIAL PRINCIPAL OFFICE

The undersigned individual, a United States resident competent to contract, execute this Certificate of Incorporation as its Subscriber and Director. The undersigned individual shall hold office as a Director until his successors have qualified, following their election or appointment. The street address of such individual shall be the initial street address in Florida of the principal office of this Corporation. The Corporation may change its principal office at any time.

Subscriber and Director : BRENDA W. VEGA
Address of Principal Office: 12604 BUCKLAND CT.
WEST PALM BEACH, FL 33414

IN WITNESS WHEREOF, the undersigned Subscriber does make, subscribe, acknowledge, and file this Certificate for the purpose of forming a Corporation for profit under the laws of the State of Florida.

Date: 07-22-96

Brenda W. Vega
BRENDA W. VEGA

STATE OF FLORIDA) ss:
COUNTY OF DADE)

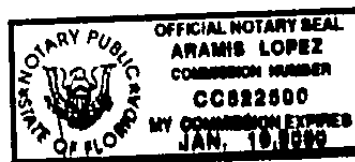
Before me, the undersigned authority, personally appeared to me well known and known to me to be the individual described in, and who executed the foregoing Certificate of Incorporation, and who acknowledged before me that the same was executed for the purpose therein expressed.

In witness whereof, I have hereunto affixed my hand and official seal at Hialeah, Dade County, Florida.

Date: 07-22-96

Aramis Lopez

NOTARY PUBLIC



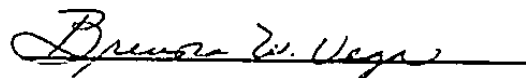
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED**

In pursuance of chapter 48.091, Florida statutes, the following
is submitted in compliance with Said Act:

That **VEGA & SON TREE FARM, INC.**, desiring to organize under the
laws of the State of Florida with its Principal Office, as indicated
in the Articles of Incorporation at the City of **WEST PALM BEACH**, County
of Palm Beach , State of Florida, has named **BRENDA W. VEGA** as its
agent to accept service of process within this State.

Having been named to accept service of process for the above
stated Corporation, at the 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.

FILED
56 JUL 23 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



REGISTERED AGENT

P96000061460

LAVARUS 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

STATE OF FLORIDA
00/00/00-01045-000

****35.00 ****35.00

Office Use Only

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

1. VEGA & SON TREE FARM, INC.
(Corporation Name) (Document #)
2. None
(Corporation Name) (Document #)
3. Change
(Corporation Name) (Document #)
4. Amend
(Corporation Name) (Document #)

FILED
96 AUG 14 PM 2:16

☒ Walk in

☒ Pick up time 2:05

☐ Certified Copy

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☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
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<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

7/14/96
12/11/96
12/11/96

*00789, 00544, 00612



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 8, 1996

Lazarus Corporate Industries, Inc.
890 S.W. 87 Avenue
Suite 16
Miami, FL 33174

SUBJECT: VEGA & SON TREE FARM, INC.
Ref. Number: P96000061460

We have received your document for VEGA & SON TREE FARM, 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 name and capacity of the person signing the document must be noted beneath or opposite the signature.

If you have any questions concerning the filing of your document, please call (904) 487-6907.

Annette Hogan
Corporate Specialist

Letter Number: 496A00037791

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
96 AUG 14 PM 2:18
SEC.
CLERK

VEGA & SON TREE FARM, INC.

(present name)

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

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE I: IT IS RESOLVED: That the name of this corporation
WAS CHANGE TO "VEGA & SONS TREE FARM, INC.

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 follows:

THIRD: The date of each amendment's adoption: AUGUST 5, 1996

FOURTH Adoption of Amendment(s) (CHECK ONE)

☒ 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."

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 5th of August, 19 96.

Signature Brandon W. Vega
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

BRONDA W. VEGA
Typed or printed name

President
Title