P96000062296

LAZARUS CORP Red	ORATE INDUSTRIES, INC. questor's Name	
890 S.W. 87	AVENUE SUITE: 16 Address	
	DA 33174 (305)552-5973 Zip Phone # ENTATIVE TALLAHASSEE	Office Use Only
	NAME(S) & DOCUMENT NUM	BER(S), (if known):
2	INVESTMENTS (Doration Name) (D	
3(Corp	oration Name) (D	ocument #)
4. (Corp	oration Name) (D	ocument #)
	XPick up time	Certificate of Status FLORID
NEW FILINGS	AMENDMENTS	
Profit	Aniendment	22 RIDJ
NonProfit	Resignation of R.A., Officer/Dire	ector
Limited Liability	Change of Registered Agent	35
Domestication	Dissolution/Withdrawal	
Other	Merger	
OTHER FILINGS:	A REGISTRATION/	S AMILIB
Fictitious Name	Foreign	•
Name Reservation	Limited Partnership Reinstatement	
	Trademark	
	Other	Ome = 01
	- Cului	Amc 7-25-96
		Evaminer's Initials

CR2E031(1/95)

FILED 96 JUL 25 PH 12: 22

ARTICLES OF INCORPORATION TALLAMASSEE FLORIDA

OF

MENDI INVESTMENTS, INC.

THE UNDERSIGNED acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such Corporation.

ARTICLE I. NAME.

The name of the corporation is MENDI INVESTMENTS, INC. ARTICLE II. PURPOSE.

The specific purpose and nature of the business of this corporation is the operation of a lawful business for profit.

ARTICLE III. DURATION.

The period of duration for this corporation is perpetual.

ARTICLE IV. CAPITAL STOCK.

The aggregate number of shares which the corporation is authorized to issue is One Thousand. Such shares shall be of a single class and shall have a par value of tendollars per share.

ARTICLE V. PREEMPTIVE RIGHTS.

Every sharholder, upon sale for cash of any new stock of this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI. INITIAL PRINCIPAL OFFICE AND AGENT.

The initial street address of the inital principal office of the corporation is:

10060 s.w. 145th. Terr., Miami, Fl. 33176

The name of the initial registered agent at said address is:

NICOLAS MENDIZABAL

ARTICLE VII. INITIAL BOARD OF DIRECTORS.

The number of directors of this corporation shall be

TWO. The number of directors may be either increased or decreased or diminshed from time to time by the bylaws but never be less than one. The names and addresses of the initial directors (s) of this corporation is/are:

ARTICLE VII INCORPORATORS.

The name and address(es) of the incorporator(s) signing these articles and forming this corporation is/are:
NICOLAS MENDIZABAL Pres.
SANDRA MENDIZABAL Vice-Pres., Sec'y-Treas.
10060 S.W. 145th. Terr., Miami, Fl. 33176
IN WITNESS WHEREOFF, the undersigned subscriber(s) has/have subscribed and executed these Articles of Incorporation this 23 day of JULY . 1996.

NICOLAS MENDIZABAL

STATE OF FLORIDA: COUNTY OF DADE:

BEFORE ME, a notary public authorized to take oaths and acknowledges in this State and County Appeared the following

FILED

96 JUL 25 PH 12: 22

THE SERVICE OF PROCESS WITH THIS STATE, AND NAME OF AGENT

IN PURSUANCE of Chapter 48.091, Florida Statues, this following is submitted, in compliance with said Act:

FIRST:

desiring to organize under the laws of the State of Florida with it's principal office, as indicated in the Articles of Incorporation, in the following location:
10060 S.W. 145th. Terr., Miami, Fl. 33176

has named the following individual at the below address as its agent to accept service of process with this State:
NICOLAS MENDIZABAL 10060 S.W. 145th. Terr., Miami, Fl.33176

ACKNOWLEDGMENNT: (Must be by Designated Agent)

Having been named at this time to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to accept and to act in this capacity and agree to comply with the provisions of said Act relation to keeping open said office.

BY: JUR DESTRUCTION OF THE REGISTERED AGENT

INDIVIDUAL(S):

NICOLAS MENDIZABAL

SANDRA MENDIZABAL Said individual(s) is/are known to me to be the person(s) who executed the foregoing Articles of Incorporation and they acknowledged before me that the foregoing Articles of Incorporation were in fact executed by the above person(s).

NOTARY PUBLIC, STATE OF FLORIDA COUTTY OF DADE

My Commission Expires:

GARY B. LEVY
Notary Public, State of Florida
My Corren. orpires Nov. 21, 1999
No. CC 493919
Bonded Thru Official Nature Serbles
1-(800) 723-0121

SCHWARZ & ARRICK P.A.

ATTORNEYS AT LAW

REPLY TO:

U 13899 BIBCAYNE BLVD., SUITE 107A = NORTH MIAMI BEACH, FL 33181 = PHONEI (308) 886-0080 = FAXI (308) 896-9944

D 13899 BIBCAYNE BLVD., SUITE 107A = NORTH MIAMI BEACH, FL 33181 = PHONEI (308) 948-7444 = FAXI (308) 944-7600

URUCE A. ARRICK JEFFREY A. SCHWARZ

P96000062296

December 7, 1996

Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, Fl. 32314

700002024937--4 -12/10/96--01120--001 *****35.00 *****35.00

RE: MENDI INVESTMENTS, INC.

Dear Sire:

Enclosed please find the proposed Articles of Amendment for the above corporation and a filing fee check in the amount of \$ 35.00.

Please send to the undersigned a copy of the filed articles together with the charter number for the corporation and any other documents filed by the State.

Thank you for your cooperation in this matter.

Very truly yours,

BRUCE A. ARRICK

BAA; mb

FILED
96 DEC 10 AM 10: 31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Mr. Orrick authorized to type same and title or amendment. Sandra is sole officer.

amend NFT 12-20-96

FILED 96 DEC 10 AM 10: 31

ARTICLES OF AMENDMENT

SECRETARY OF STATE TALLAHASSEE, FLORIDA

TO

ARTICLES OF INCORPORATION

QE

MENDI INVESTMENTS, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Amendment(s) adopted:

ARTICLE VI of the Articles of Incorporation dated July 23, 1996 is amended to reflect Sandra Mendizabal as the registered agent of Mendi Investments, Inc.

ARTICLE VII of the subject articles is amended to indicate that the number of directors of this coporation shall be one. The name and address of the director of the corporation is Sandra Mendizabal, 10060 S.W. 145 Terrace, Miami, Florida.

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:

None.

1.5.

THIRD: The date of each amendment's adoption: December 6, 1996.

	5.1 4.1			/auman	
FUURTRI	Adoption	OE	Amendment(s)	CCHECK	UNE

(X) 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
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 6 of Necessity, 1996. Signature (By the Chairman or Nice 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)
Sandra Mendizabal
Typed or printed name
President
Title

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

IN PURSUANCE of Chapter 48.091, Florida Statutes, this following is submitted, in compliance with said Act:

FIRST, That MENDI INVESTMENTS, INC. organized under the laws of the State of Florida with it's principal office, as indicated in the Articles of Incorporation, in the following location:

10060 S.W. 145 Terrace, Miami, Florida 33176

has named the following individual at the same it's agent to accept service within this State:

Sandra Mendizabal

ACKNOWLEDGEMENT: (must be by designated agent)

Having been named at this time to accept service of process for the abovestated corporation, at the place designated in this Certificate, I hereby agree to accept and to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Y: REGISTERED AGENT