

P 96000068430

LAZARUS CORPORATE INDUSTRIES, INC.
Requestor's Name

890 S.W. 87 AVENUE SUITE 10
Address

MIAMI, FLORIDA 33174 (305) 552-5973
City/State/Zip Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

11/10/1995 11:21:13
00/10/2000 00:00:00
00/10/2000 00:00:00

Office Use Only

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

1. ART FURNITURE INTERNATIONAL 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 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
06 AUG 16 PM 12:18
TALLAHASSEE, FLORIDA

RECEIVED
06 AUG 16 AM 10:57
DIVISION OF CORPORATION

SN AUG 16 1996

ARTICLES OF INCORPORATION
OF
ART FURNITURE INTERNATIONAL INC.

FILED
96 AUG 16 PM 12:18
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation shall be: ART FURNITURE INTERNATIONAL INC.

ARTICLE II

This corporation shall have perpetual existence, unless--
sooner dissolved in accordance with the laws of the State of
Florida.-

ARTICLE III

This corporation is organized for the purpose of transacting--
any and all business permitted under the laws of the United -
States and the State of Florida.-

ARTICLE IV

This Corporation is authorized to issue FIVE HOUNDRED SHARES
(500) shares of ONE DOLLAR (\$1.00)- - - - - par
value of common stock, which shall be designated "Common-
Stock".-

ARTICLE V

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

ARTICLE VI

The street address of the initial principal office of this Corporation is: 1024 E 24 ST - HIALEAH, FLORIDA 33013 and the name of the initial Registered Agent of this Corporation, is: MARIELLA VAZQUEZ, 2425 SW 128TH AVE- MIAMI, FLORIDA 33175.-

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This Corporation shall have FOUR director(s) initially.- The number of directors may be either increased or diminished -- from time to time by the bylaws but shall never be less than ONE.-

The name(s) and address(es) of the initial director(s) of the Corporation is(are):

ARNALDO SOLER 12621 SW 37 TERR. MIAMI, FL. 33175	-President	SHARES 25 %
JORGE JIDY 12730 SW 97 ST MIAMI, FL. 33186	-VicePresident	12.5%
MARIELLA VAZQUEZ 2425 SW 128 AVE. MIAMI, FL. 33175	-Treasurer	50 %
GUILLERMO A. PERNAS 1025 Obispo CORAL GABLES, FL. 33134	-Secretary	12.5%

ARTICLE VIII

- 1.- The initial bylaws of this Corporation shall be adopted -
by the Board of Directors.- The bylaws may be amended from --
time to time by either the stockholders or the directors.- --
The stockholders may amend, alter or repeal any bylaw adopted
by the directors.- The directors may not alter, amend or re--
peal any bylaws adopted by the stockholders, nor may the - -
directors adopt bylaws which would be in conflict with the --
bylaws adopted by the stockholders.-
- 2.- Any incorporator or stockholder present at any meeting, -
either in person or by proxy, and any director present in --
person at any meeting of the Board of Directors, shall be --
deemed to have received proper notice of such meetings unless
he shall make objection at such meeting to any defect on in--
sufficiency of notice.-
- 3.- Each director and officer of the corporation, weather or--
not then in office, shall be indemnified by the Corporation--
against all costs and expenses reasonable incurred by or --
imposed upon him in connection with or arising out of any --
claim, demand, action, suit or proceeding in which he may be--
involved or to which he may be a party by reason of his being
or having been a director or officer of the Corporation, said
costs and expenses to include attorney's fees and the costs--
of reasonable settlement made with a view to curtailment of -
costs of litigation, except in relation to matters as to -

which he finally shall be adjudged in any such action, suit--
or proceeding to have been derelict in the performance of his
duty as such officer or director.- Such right of indemnifica-
tion shall not be exclusive of any other rights to which he -
may be entitled as a matter of law; and the foregoing right -
of indemnification shall inure to the benefit of the heirs, -
executors and administrators of any such director or officer.

4.- A director or officer of the Corporation shall not be-
disqualified by his office from dealing or contracting with -
the Corporation either as a lender, purchaser, or otherwise,-
nor shall any transaction or contract of the Corporation be -
void or voidable by reason of the fact that any director or -
officer or any firm of which any director or officer is a or-
any corporation of which any director or officer is a stock--
holder or director, is in any way interested in such transac-
tion or contract, provided that such contract or transaction-
is or shall be authorized, ratified, or approved by either: -
(a) a vote of a majority of the outstanding shares of the --
stock in the Corporation entitled to vote; or (b) a vote of a
majority of the board of directors having no interest in such
contract or transaction.- A director interested in the
contract or transaction who is present may participate in the
meeting and may be counted for quorum purposes.- Additionally
no director or officer shall be liable to account to the Cor-
poration for any profits realized by, from, of through any
such transaction or contract authorized, ratified or approved

as herein provided by reason of the fact that he, or any firm of which he is a member or any corporation of which he is a stockholder, officer, or director, was interested in such -- transaction or contract.- Nothing herein contained shall create liability in the event above described or prevent the authorized approval of such transactions or contracts in any other manner permitted by law.-

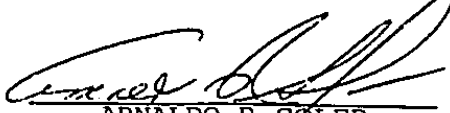
ARTICLE IX

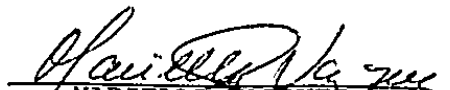
The name(s) and address(es) of the person(s) signing these -- articles is(are): ARNALDO R. SOLER
12621 SW 37 TERR
MIAMI, FL. 33175

MARIELLA VAZQUEZ
2425 SW 128 AVE.
MIAMI, FL. 33175

IN WITNESS WHEREOF:

The undersigned subscriber(s) has(have) executed these articles of incorporation this 1st. day of August 1996.-


ARNALDO R. SOLER


MARIELLA VAZQUEZ

FILED
26 AUG 16 PM 12:18
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

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

In compliance with section 607.034 of the Florida Statutes
the following is submitted:


Desiring to organize or qualify under the laws of the State -
of Florida with its principal place of business in the City -
of MIAMI County of DADE, Florida, whose Cor--
porate name is: ART FURNITURE INTERNATIONAL INC.

has named as its Agent to accept service of process within -
the Sate of Florida: MARIELLA VAZQUEZ

ACKNOWLEDGMENT

Having been named to accept service of process for the above-
mentioned Corporation, at place designated in this Certifica-
te, I here by agree to act in this capacity, and further
agree to comply with the provisions of all the Statutes rela-
tive to the proper and complete performance of my duties.-

Dated this 1st day of AUGUST 1996.-


RESIDENT AND REGISTER AGENT
MARIELLA VAZQUEZ
2425 SW 128 AVE.
MIAMI, FL. 33175

96000068430

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

SOLIDITY SERVICES--7

-10/22/96--01095--014

AMOUNT \$35.00 ***\$35.00

Office Use Only

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3. _____
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(Corporation Name) (Document #)

☐ Walk in

☒ Pick up time 2:00

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<input type="checkbox"/>	Limited Liability
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<input type="checkbox"/>	Other

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<input type="checkbox"/>	Name Reservation

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<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
96 OCT 22 PM 1:50
RECEIVED
96 OCT 22 AM 10:44
SECRETARY OF STATE
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

N. HENDRICKS OCT 22 1996

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
96 OCT 22 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ART FURNITURE INTERNATIONAL 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 VII = The name and address remain the same, but will write as follow:

ARNALDO SOLER 12621 SW 37 TERR MIAMI, FL. 33175	- President	<u>SHARES</u> 25%
JORGE JIDY 12730 SW 97 ST MIAMI, FL. 33186	- VicePresident	13%
MARIELLA VAZQUEZ 2425 SW 128 AVE. MIAMI, FL. 33175	- Treasurer Secretary	50%
GUILLERMO A. PERNAS 1025 OBISPO CORAL GABLES, FL. 33134		12%

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 20, 1996

(continued)

FOURTH: Adoption of Amendment(s) (check one)

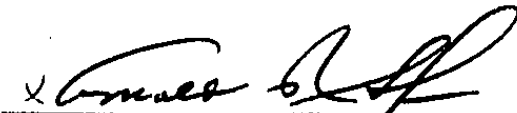
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☒ The amendment(s) was/were approved by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

Signed this 20 day of August, 1996.

By



(Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(A director or incorporator if adopted by the directors or incorporators)

ARNALDO SOLER

(Typed or printed name)

PRESIDENT

(Title)

P96000068430

Art Furniture
1024 E 2K ST
Hialeah, FL 33013

Office Use Only

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

1. Art Furniture International, Inc
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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-12/24/96--01184--006
*****35.00 *****35.00

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

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<input type="checkbox"/>	Other

Examiner's Initials	1/12/97
Examiner's Initials	ADL
Examiner's Initials	ADL
Examiner's Initials	ADL
Examiner's Initials	ADL
Examiner's Initials	ADL

Examiner's Initials

FILED
96 DEC 24 AM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION

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

FIRST: The name of the corporation is: Art Furniture International Inc.

SECOND: The date dissolution was authorized: December 18th, 1996.

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 _____."
(voting group)

Signed this 18th day of December, 1996.

Signature

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

Arnaldo R. Soler
(Typed or printed name)

President
(Title)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 DEC 24 AM 11:14

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