

P 96000069705

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

ALL INFORMATION CONTAINED  
HEREIN IS UNCLASSIFIED  
DATE 12/21/06 BY 60322 JTB  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

Office Use Only

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

1. MR. POOL AND SPA INC.

(Corporation Name)

(Document #)

2. \_\_\_\_\_

(Corporation Name)

(Document #)

3. \_\_\_\_\_

(Corporation Name)

(Document #)

4. \_\_\_\_\_

(Corporation Name)

(Document #)

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<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/REQUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
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<input type="checkbox"/>	Trademark
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96 AUG 21 AM 11:32  
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

OF

Mr. Pool and SPA Inc.

FILED  
96 AUG 21 PM 2:45  
TALLAHASSEE, FLORIDA

We, the undersigned, do hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, and do hereby adopt the following articles of incorporation:

ARTICLE I

NAME

The name of this corporation shall be: Mr. Pool and SPA Inc.

ARTICLE II

To manufacture, distribute, market and sell any and all products, goods, or services and to generally exercise any and all powers authorized by the laws of the State of Florida.

ARTICLE III

CAPITAL

The amount of capital with which this corporation shall begin business shall not be less than five hundred (\$500.00) dollars.

ARTICLE IV

SHARES OF STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding shares of stock that this corporation is authorized to have outstanding at any time shall be: Five Hundred (500) shares of common stock, each share having the par value of one dollar. (\$1.00)

ARTICLE V

DURATION

This corporation shall have perpetual existence unless dissolved according to law.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The address of the principal office of this corporation shall be:

15856 S.W. 137 Ave.

Miami FL 33187

ARTICLE VII

RESIDENT AGENT

Mr. Pool and SPA Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in these Articles of Incorporation, at City of Miami, County of Dade, State of Florida has named Victor Marquez, located at 14736 S.W. 174 St. City of Miami, County of Dade, State of Florida, as its Agent to accept service of process within this State.

## ARTICLE VIII

### DIRECTORS

The board of directors of this corporation shall consist of not less than 2 members, initially. The number may be increased or diminished from time to time, but shall never be less than one.

## ARTICLE IX

### FIRST BOARD OF DIRECTORS AND OFFICERS

The names and addresses of the members of the first board of directors and the officers, who shall hold office for the first year of existence of this corporation, or until their successors are elected or appointed and have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Victor Marquez	14736 S.W. 174 St. Miami, FL 33187	President
Alfredo Menocal	9990 S.W. 19 St. Miami, FL 33165	Treasurer

ARTICLE X

SUBSCRIBERS

The name and post office address of each subscriber of these articles of incorporation and a statement of the number of shares of stock, and the value of the consideration thereof, which he agrees to take is as follows:

NAME	ADDRESS	SHARES	Value
Victor Marquez	14736 S.W. 174 St. Miami, FL 33187	250	\$250
Alfredo Menocal	9990 S.W. 19 St. Miami, FL 33165	250	\$250

ARTICLE XI

RESTRICTION ON SALE OF STOCK

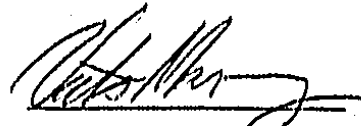
Each stockholder before offering to sell or otherwise dispose of the stock of this corporation, owned by him, must first offer such stock to the remaining stockholders of this corporation and obtaining their refusal to purchase same, proceed to sell, at the fair market value thereof.

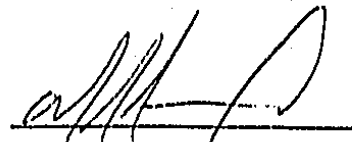
ARTICLE XII

AMENDMENTS

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' meeting, regular or special by a majority of the stock entitled to vote thereon.

IN WITNESS WHEREOF, we, the undersigned, have made,  
subscribed and acknowledged these articles of incorporation on  
this 19th day of August 1996.

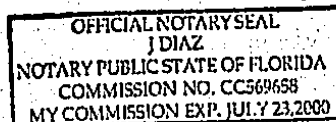
  
Victor Marquez


  
Alfredo Menocal

STATE OF FLORIDA     )  
                              )     SS:  
COUNTY OF DADE     )

I HEREBY CERTIFY that on this day personally appeared before  
me, an officer duly authorized to administer oaths and take  
acknowledgements, Victor Marquez and Alfredo Menocal to me well  
known, to be the persons described herein and who executed the  
foregoing articles of incorporation of Mr. Pool and SPA Inc. and  
acknowledged to and before me that they executed same freely and  
voluntarily for the purpose therein expressed.

WITNESS my hand and official seal at Hialeah, County of  
Dade, Florida, this 19th day of August 1996.



  
Jose Diaz

ACKNOWLEDGEMENT BY RESIDENT AGENT

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.



Victor Marquez

as Resident Agent

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 AUG 21 PM 2:46

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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

000001994020-4

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N. HENDRICKS NOV - 1 1996



**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

Mr. Pool and SPA 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 IX DELET Alfredo Menocal                      Treasurer

ARTICLE IX ADD Linda Marquez                      Treasurer

ARTICLE X DELET Alfredo Menocal    250 SHARES VALUE \$250.00

ARTICLE X ADD Victor Marquez    500 SHARES VALUE \$500.00

**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:

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**THIRD:** The date of each amendment's adoption: October 28, 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 28 day of October, 1996.

Signature



(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)

VICTOR MARQUEZ

Typed or printed name

PRESIDENT

Title