

P 960000 74 1 90

LAZARUS CORPORATE INDUSTRIES, INC.

Requestor's Name

890 S.W. 87 AVENUE SUITE 16

Address

MIAMI, FL 33174 (305) 552-5973

City/State/Zip

Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

700001334607

-08/28/96--01056--034

****122.50 ****122.50

Office Use Only

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

1. MELBA FLOWERS, INC.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

☒ Walk in

☒ Pick up time 2:10

☒ 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 AUG 28 AM 11:05
DIVISION OF CORPORATION

W96-18084
8/28/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 28, 1996

LAZARUS CORPORATE INDUSTRIES, INC.
890 SW 87 AVE, SUITE 16
MIAMI, FL 33174

SUBJECT: MELBA FLOWERS, INC
Ref. Number: W96000018084

We have received your document for MELBA FLOWERS, INC and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

In reviewing our records, we note there is a(n) MELBA FLOWERS, INC., Document number J15927, in existence.

Because of the similarities between the existing corporation and the one you are now seeking to file with us, and because it is our duty to assure that all fees due this office in accordance with section 607.0130(2)(c), Florida Statutes, are collected, we are returning the articles of incorporation unfilled and must request you return the existing corporation to good standing by completing the enclosed reinstatement application and submitting it with the appropriate fees.

The fees to reinstate the corporation are as follows: \$175 reinstatement fee, \$61.25 filing fee per year for the years 1987 through the current year, \$138.75 supplemental fee for the years 1992 forward. The total fee to file the reinstatement is \$1481.25, therefore, there is a balance of \$1358.75 due. Add an additional \$8.75 for each certificate of status requested.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 896A00040720

RECEIVED
96 SEP -5 PM 2:49
DIVISION OF CORPORATIONS

---1---

FILED
SEP-6 PM 2:40
TALLAHASSEE, FLORIDA

. CERTIFICATE OF INCORPORATION
. OF
. MELBA FLOWERS & ASSOCIATES, INC.

I (We) the undersigned, do to hereby associate ourselves together and subscribe this Certificate of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, and subject to the following provisions

. *****ARTICLE ONE*****

The name of the corporation shall be:

. MELBA FLOWERS & ASSOCIATES, INC.

. *****ARTICLE TWO*****

The corporation may engage in any activity or business permitted under the Laws of the United States of America and of the State of Florida.

-2-

*****ARTICLE THREE*****

.. The maximum number of shares of stock which the corporation shall have outstanding at any time, shall be one hundred (100) of stocks which shall be common stocks per value per share

All or any part of the capital stock may be paid for either in lawful monies of the United States of America, or in services, at true value thereof.

*****ARTICLE FOUR*****

This corporation shall begin business with a minimum capital of the amount of Five Hundred Dollars

*****ARTICLE FIVE*****

This corporation shall have perpetual existence.

---3---

.
*****ARTICLE SIX*****

The principal of the Corporation shall be located at:

. 9624 S.W. 24TH STREET
. MIAMI, FLORIDA 33165

Other office for transaction of business may be located wherever
the Directors may deem necessary or expedient.

.
*****ARTICLE SEVEN*****

The business of the Corporation shall be managed by a Board of
Directors, who need to be stockholders of the Corporation.

The number of the Directors, not less than one, shall be fixed by
resolution or special meeting, subject to the manner of holding
such meetings prescribed by the by-laws.

-----4-----

*****ARTICLE EIGHT*****

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

BOARD OF DIRECTORS:	NAME	ADDRESS
President	YOLANDA PEREZ	13260 S.W. 38TH ST MIAMI, FL 33175
SEC.-TREASURER	MELBA PEREZ	3970 S.W. 68TH Ave. miami, fl 33155

---5---

*****ARTICLE NINE*****

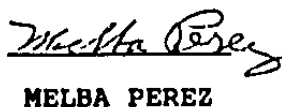
The name and post office addresses of each of the subscribers to this certificate of Incorporation and the number of shares of stock which each subscriber agrees to take, are as follows:

SUBSCRIBER:

NAME	ADDRESS	NO. OF SHARE
YOLANDA PEREZ	13260 38TH ST-MIAMI, FL 33175	50
MELBA PEREZ	3970 S.W. 68TH AVENUE HIALEAH, FL 33155	50

SUBSCRIBERS:


YOLANDA PEREZ


MELBA PEREZ

*****ARTICLE TEN*****

THIS CORPORATION SHALL HAVE FULL POWER TO CARRY ON AND TRANSACT EACH OF ALL OF THE BUSINESSES ENUMERATED IN ARTICLE TWO OF THE CERTIFICATE, AND SHALL HAVE ALL THE GENERAL AND ADDITIONAL POWERS NOW AND HEREAFTER CONFERRED UPON BY LAW.

*****ARTICLE ELEVEN*****

THIS CORPORATION SHALL HAVE THE POWER TO ISSUE THE WHOLE OR ANY PART DETERMINED BY THE BOARD OF DIRECTORS. OF THE SHARES OF THE CAPITAL STOCKS AS PARTLY PAID, SUBJECT TO CALLS THEREON UNTIL THE WHOLE THEREOF SHALL BE PAID.

----- 6 -----

*****ARTICLE TWELVE*****

Upon election of a Board of Directors by the stockholders, such Board of Directors shall manage the business affairs of this corporation without the neccessity of further authority from the stockholders, except as by law on this certificate otherwise any action of such Board of Directors may be rescinded, or any officer or director removed from office, only upon a vote of stockholders holding a majority of the stock of the corporation which may at such time be actually issued unless otherwise provided by the by-laws of the Board of Directors.

All holders of common stock of this corporation shall be entitled to vote the same in the manner provided by law whether said stock be fully or partially paid unless otherwise determined by the Board of Directors at or before the time of issuance thereof

---7---

*****ARTICLE THIRTEEN*****

The corporation does hereby designate to the following address
as its principal office:

The corporation does hereby designate:

YOLANDA PEREZ

AS ITS RESIDENT AGENT

---8---

CERTIFICATE OF 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:

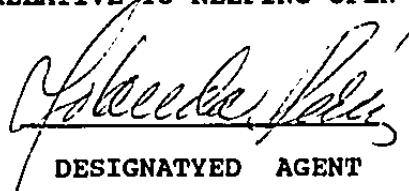
MELBA FLOWERS & ASSOCIATES, INC.

desiring to organize under the laws of the State of Florida with
its principal office, as indicated in the Articles of
Incorporation at:

State of Florida as name as: Yolanda Perez 9624 S.W. 24Th.
St
Miami, Fl 33165, County of Dade, as its agent to process service
this State.

ACKNOWLEDGEMENT:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATE OF CORPORATION, AT PLACE DESIGNATED IN THIS
CERTIFICATE I HEREBY ACCEPT TO ACT IN THIS CAPACITY AND AGREE TO
COMPLY WITH THE PROVISION OF SAID ACT RELATIVE TO KEEPING OPEN
SAID OFFICE.


DESIGNATED AGENT

RECEIVED
TALLAHASSEE, FLORIDA

SEP 6 1966 PM 2:48



THE UNITED STATES
CORPORATION
COMPANY

P96000074190

ACCOUNT NO. : 072100000032

REFERENCE : 317374 106482A

AUTHORIZATION : *Patricia Pizito*

COST LIMIT : \$ 87.50

ORDER DATE : April 3, 1997

ORDER TIME : 9:42 AM

ORDER NO. : 317374-005

9000002132349--9

CUSTOMER NO: 106482A

CUSTOMER: Ms. Vivian Guerrero
Frank Mendez, Esq
4th Floor
3915 Biscayne Boulevard
Miami, FL 33137

DOMESTIC FILINGS

NAME: MELBA FLOWERS & ASSOCIATES,
INC.

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

FILED
97 APR -3 PM 1:56
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
97 APR -3 AM 10:36
DIVISION OF CORPORATION

4/3
John
Vol. Diss
C.C.

FILED

97 APR -3 PM 1:56

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of Florida Statute 607.1403, the undersigned corporation adopts the following articles of dissolution for the purpose of dissolving the corporation:

(b) The date dissolution was authorized was March 14, 1997.

(d) The shareholders unanimously approved the dissolution of the corporation. Voting by voting groups was not required.

DATED this 30th day of MARCH, 1997.

By: Melba Perez
Melba Perez, Director; Secretary;
Treasurer

STATE OF FLORIDA)) SS
COUNTY OF DADE)

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my seal at MIAMI, said County and State,
this 30th day of MARCH, 1997.

Quinn Quinones
NOTARY PUBLIC, State of Florida

My Commission Expires:

