

9960000 78322

LAZARUS CORPORATE INDUSTRIES, INC.
Requestor's Name

890 S.W. 87 AVENUE SUITE 116
Address

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

LOCAL REPRESENTATIVE TALLAHASSEE

000001952808
-09/20/96--01023--025
****122.50 ****122.50

Office Use Only

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

1. RAIN FOREST HERBS
(Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

☒ Walk in

☒ Pick up time 2:00

☒ 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

RECEIVED
SEP 20 PM 2:14
TALLAHASSEE, FLORIDA

RECEIVED
56 SEP 20 AM 11:19
DIVISION OF CORPORATION

EXPIRING DATE
Sept. 19, 96

**ARTICLES OF INCORPORATION
OF**

RAIN FOREST HERBS, INC.

FILED
26 SEP 20 PM 12:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation shall be:

Rain Forest Herbs, INC.

ARTICLE II - DURATION

This Corporation shall have perpetual existence, commencing on the date of execution and acknowledgement of these Articles.

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time shall be 100 shares of common stock, par value One Dollar (\$1.00) per share.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which she or he already holds, shall have the right to purchase his or

her pro rata share (as nearly as may be done without the issuance of fractional shares at the price at which it is offered to others).

**ARTICLE VI - REGISTERED AGENT AND
INITIAL REGISTERED OFFICE**

The registered agent and the street address of the initial registered Office as well as the mailing office of this Corporation shall be:

PEDRO J. FUENTES-CID, ESQUIRE
2665 South Bayshore Drive, Ste. 201
Miami, Florida 33133

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have two directors initially. The directors shall serve until their successors, if any, are selected at the Shareholders' annual meeting. The number of directors may be increased or decreased from time to time as provided in the by-laws but shall never be less than one. The name and address of the initial director of this Corporation is:

PEDRO J. FUENTES-CID, ESQUIRE
2665 South Bayshore Drive, Ste. 201
Miami, Florida 33133

ARTICLE VIII - INITIAL OFFICERS

The name and address of the initial officer of this Corporation is:

President:	PEDRO J. FUENTES-CID, ESQUIRE
Secretary	2665 South Bayshore Drive, Ste. 201
Treasurer	Miami, Florida 33133

ARTICLE IX - INCORPORATORS

The name and address of the persons signing these Articles of

Incorporation are:

PEDRO J. FUENTES-CID, ESQUIRE

ARTICLE X - BY-LAWS

The power to adopt, later, amend or repeal by-laws shall be vested in the Officers of this Corporation.

ARTICLE XI - MANAGEMENT OF CORPORATION BY OFFICERS

All corporation powers shall be exercised by, or under the authority of, and the business affairs of this Corporation shall be managed under the direction of the officers of this Corporation.

ARTICLE XII - INDEMNIFICATION

The corporation shall indemnify any officer, or any former officer, to the full extent permitted by law.

ARTICLE XIII- AMENDMENT

Amendments to the Certificate of Incorporation may be proposed by any member of the corporation and shall be adopted upon a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned subscribers have executed the foregoing Articles of Incorporation this 19TH day of September, 1996.


PEDRO J. FUENTES-CID, ESQ.

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared PEDRO J. FUENTES-CID, ESQUIRE known to me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, this 19TH day of September, 1996.

Matilde Cumbado
NOTARY PUBLIC
State of Florida at Large
My Commission OC488017
Expires Jan. 10, 1999
Bonded by H&H
800-488-1888

My Commission Expires:

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

W I T N E S S E T H

That Basket Case Corporation, desiring to organize under the laws of the State of Florida, has named PEDRO J. FUENTES-CID, ESQUIRE, from the County of Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.34, Florida Statutes.

Dated this 19TH day of September, 1996.

Pedro J. Fuentes-Cid
PEDRO J. FUENTES-CID, ESQ.
Registered Agent

FILED
96 SEP 20 PM 12:13
TALLAHASSEE, FLORIDA
SECRETARY OF STATE