

P9600009104A

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

200001993982--4
-11/01/96--01028--029

*****78.75 *****78.75

Office Use Only

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

- PC
1. COMPUS, INC.
(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

Called Silvia
address director's add.
in art. 7,
other directors we have
address the same as
in art. 8.

RECEIVED
NOV - 1 AM 11:55
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 1, 1996

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

SUBJECT: COMPUS, INC.
Ref. Number: W96000023274

We have received your document for COMPUS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 296A00050408

RECEIVED
96 NOV -5 AM 11:36
DIVISION OF CORPORATIONS

CERTIFICATE OF INCORPORATION

OF

PC COMPUS, INC. .

FILED
96 NOV -5 PM 2:40
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provision of the State of Florida providing for the formation, liability, rights, privileges, and immunities of a Corporation for profit.

ARTICLE I

The name of the Corporation shall be:

PC COMPUS, - INC.

ARTICLE II

The Corporation may engage in any activity of business permitted under the laws of the United States and the State of Florida.

ARTICLE III

The maximum shares of stock, with \$10.00 per value, that this Corporation is authorized to have outstanding at any time shall be 100 shares of common stock.

ARTICLE IV

The minimum amount of capital with which this Corporation shall commence business won't be less than One Thousand Dollars (\$1,000.00).

ARTICLE V

The Corporation is to have perpetual existence.

ARTICLE VI

The address for the principal office of this Corporation shall be:

Office: 4221 Palmaire Dr W. #205
Pompano Beach, Fl 33069

Mail Address: P.O. Box 558915
Miami, Fl 33255-8915

ARTICLE VII

The number of Board Directors of the Corporation shall not be less than one person. The number may be increased or diminished from time to time by resolution of the stockholders. The names and post office addresses of the first Board of Directors, who subjected to the provisions of the Certificate of Incorporation, the By-Laws, and the acts of legislature, shall hold the office for the first year of the Corporation's existence or until their successors are elected and shall be duly qualified, are:

Jose M. Sabater
4221 Palmaire Dr W, #205
Pompano Beach, FL 33069
Gustavo Hernandez

President

General Manager

Valentina LaMont

Administrative Secretary

ARTICLE VIII

The names and post office addresses of each subscriber to the Certificate of Incorporation are as follows:

JIM BIKES, INC.
4221 Palmaire Dr W. #205
Pompano Beach, FL 33069

52%

GUSTAVO HERNANDEZ
8981 SW 72nd #139
Miami, FL 33173

24%

VALENTINA LaMONT
12344 SW 27 St
Miami, FL 33175

24%

ARTICLE IX

No contract or other transaction between this Corporation and any other Corporation shall be affected or invalidated by the fact that any of the Directors of this Corporation is interested in, or is a Director or an officer of, or are Directors or Officers of such other Corporation.

2

The Corporation shall have the further right and power to from time to time, determine whether and to what extent, at what time and places, and under which conditions and regulations the accounting books of the Corporation, other than the stock book, or any of them, shall be open to inspection of the stockholders, and no stockholder shall have any right for inspection of any account book or document of this Corporation, except for the conferred by statute, unless authorized by resolutions of stockholders or Board of Directors. The Corporation, in its By-Laws confers powers foregoing and in addition to the powers authorized and expressly conferred by Statute. Both Stockholders and Directors shall have the power, if the By-Laws so provide to officers within or without the State of Florida, and to keep the books of this Corporation subject of the provisions of the Statute outside the State of Florida at such places as may from time to time be designated by the Board of Directors.

The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate Statute, and all rights conferred upon the stockholders herein or granted subject to this reservation.

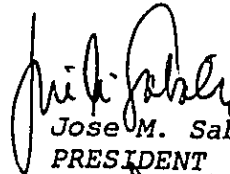
ARTICLE X

The Corporation shall have the power to purchase, or otherwise acquire directly and/or through ownership of stock in any corporation, all or any part of the business, goodwill, rights, property, assets, or of any individual, and to pay for the same in cash with the stock of this Corporation, bonds or otherwise, and to hold or in any manner dispose of the whole or any part of the property so purchased, or to conduct in any lawful manner the whole or any part of the business so acquired, provided that such business is within the authorization of the laws of the State of Florida, and any acts amendatory thereto; and to exercise all the powers necessary or convenient in or about conducting and management of such business.

To enter into general partnership, limited partnership, (whether the Corporation be a limited or general partnership), joint ventures, syndicates, pools, associations, and other arrangements for carrying on one or more of the purposes set forth herein jointly or in common with others, so long as the Corporation would have the power to do so alone.

We, the undersigned, being each and all of the original subscribers to the capital stock herein above named for the purpose of forming a Corporation for profit to do business both within and without the State of Florida, do hereby make, subscribe, and acknowledge and file this Certificate hereby declaring and certifying that the facts herein stated are true, and do respectively agree to abide by the Articles as herein stated.

Subscribed at Miami, Dade County, Florida, this 25th day
of October, 1996.



Jose M. Sabater
PRESIDENT



Gustavo Hernandez
GENERAL MANAGER



Valentina LaMont
ADMINISTRATIVE SECRETARY

**CERTIFICATE
DESIGNATING CHANGE
OF
PLACE OF BUSINESS OF DOMICILES
FOR SERVICE OF PROCESS WITHIN THE
STATE OF FLORIDA**

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted in accordance with said Act.

PC COMPUS, INC.

Is qualified to do business under the law of the State of Florida, with its principal office at 4221 Palmair Dr. W. #205, Pompano Beach, Fl 33069, and has appointed Jose M. Sabater, as its agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept services of process for the above state Corporation at the place designate in the 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.

Jose M. Sabater

REGISTERED AGENT - Jose M. Sabater
4221 Palmair Dr. W. #205
Pompano Beach, Fl 33069

TALLAHASSEE, FLORIDA
96 NOV -6 PM 2:40
FILED