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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

10/10/1201 12:28:11 -- 1  
12/03/96--0120--012  
\*\*\*\*122.50 \*\*\*\*122.50

Office Use Only

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

1. UNCLE PANGHOS CRAFT AND GIFTWARE, INC.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time 2-100

☒ 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

TALLAHASSEE, FLORIDA

95 DEC -3 PM 2:11

FILED

ARTICLES OF INCORPORATION OF:  
UNCLE PANCHOS CRAFT AND GIFTWARE, INC.

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26 DEC -3 PM 2:10  
TALLAHASSEE, FLORIDA

ARTICLE I  
The name of the Corporation will be:  
UNCLE PANCHOS CRAFT AND GIFTWARE, INC.

ARTICLE II  
NATURE OF CORPORATE BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida, including but not limited to, sales of Crafts and Giftware.

ARTICLE III  
CAPITAL STOCK

This corporation is authorized to issue an maximum of 1000 shares of stock. The shares of stock authorized shall be common stock having a par value of one (\$1.00) dollar per share. The consideration to be paid for each share of stock shall be one (\$1.00) dollar.

ARTICLE IV  
INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's Initial Register Agent and Registered office in the State of Florida shall be:

Luis Arguello  
Uncle Panchos Craft and Giftware, Inc.  
8325 NW 68 St.  
Miami, Florida 33166

ARTICLE OF INCORPORATION  
UNCLE PANCHOS CRAFT AND GIFTWARE, INC.  
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ARTICLE V  
THE INITIAL PLACE OF BUSINESS  
AND/OR MAILING ADDRESS OF THE CORPORATION

The Corporation's Initial Place of Business of Initial Mailing address shall be:

8325 N.W. 68th Street  
Miami, Florida 33166

ARTICLE VI

The corporation and the Officers are to be considered as eligible for the conditions under Section 1244 of the Internal Revenue Code.

ARTICLE VII  
BOARD OF DIRECTORS

This Corporation shall have no less than ONE Director at any time and at least one of the Directors shall be a Resident of the United States of America. The number of Directors may be increased or diminished from time to time, By-laws adopted by the stockholders.

The name and post office address of the member of the first Board of Directors, who, subject to the provisions of these Articles of Incorporation, the By-laws and the laws of the State of Florida shall hold office for the first year of the Corporation's existence, or until their successors are elected and shall have

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UNCLE PANCHO'S CRAFT AND GIFTWARE, INC.  
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qualified, is as follow:

LUIS ARGUELLO	8325 N.W. 68TH STREET MIAMI, FLORIDA 33166
ARTURO RAMIREZ	8325 N.W. 68TH STREET MIAMI, FLORIDA 33166
MARIA ARGUELLO	8325 N.W. 68TH STREET MIAMI, FLORIDA 33166

ARTICLE VIII  
OFFICERS

The name and post office address of the first officers of the Corporation, who, subject to the provisions of these Articles of incorporation, the By-laws and the laws of the state of Florida shall hold office for the first year of the Corporation's existence, or until their successors are elected and shall have qualified, is as follows:

PRESIDENT	LUIS ARGUELLO 8325 N.W. 68TH STREET MIAMI, FLORIDA 33166
VICE-PRESIDENT	ARTURO RAMIREZ 8325 N.W. 68TH STREET MIAMI, FLORIDA 33166
SECRETARY	MARIA ARGUELLO 8325 N.W. 68TH STREET MIAMI, FLORIDA 33166

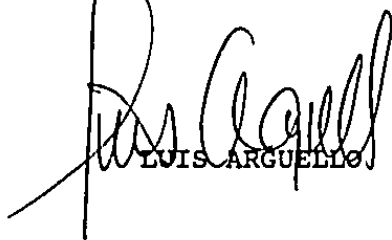
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UNCLE PANCHOS CRAFT AND GIFTWARE, INC.  
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ARTICLE IX

The names and post office address of each subscriber of this Corporation and the number of shares of stock of this Corporation which each agrees to hold, and the price paid therefore are as follow:

NAME and ADDRESS	NUMBER OF SHARES	PRICE PER SHARE	TOTAL PAID
AD Professional Services 8325 N.W. 68TH Street Miami, FL. 33166	500	1.00	500
MAYA 2000 ASESORES, S.A RIO PANUCO N 170-E COL. CUAUHEMOC C.P. 06500, MEXICO, D.F.	500	1.00	500

THE UNDERSIGNED INCORPORATION, for the purpose of forming a Corporation to do business within the State of Florida does make and file these Articles of Incorporation, thereby declaring and certifying that the facts herein stated ar true and correct.

  
LUIS ARGUELLO

STATE OF FLORIDA)  
COUNTY OF DADE )

BE IT REMEMBERED that on this day before me, a Notary Public

ARTICLES OF INCORPORATION  
UNCLE PANCHOS CRAFT AND GIFTWARE, INC.  
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duly authorized in the State and County name above to take  
acknowledgements, personally appeared, LUIS ARGUELLO, to me know to  
be the person described as Incorporator in the foregoing Articles  
of Incorporation, and acknowledged before me that he executed said  
Articles of Incorporation.

WITNESS my hand and official seal at Miami, Dade County, Florida  
this 18 day of NOVEMBER, 1996.

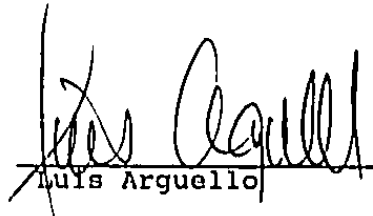
*Mayelin M. Hernandez*  
NOTARY PUBLIC  
Print Name: Mayelin M. Hernandez  
My Commission Expires:

OFFICIAL NOTARY SEAL  
MAYELIN M. HERNANDEZ  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC554781  
MY COMMISSION EXPIRES JUNE 2, 2000

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ACCEPTANCE OF DESIGNATION

I, LUIS ARGUELLO, having been designated as Registered Agent of UNCLE PANCHOS CRAFT AND GIFTWARE, INC. in the above Articles of Incorporation, pursuant to Section 607.164 of the Florida Statutes, do hereby accept said designation.

  
\_\_\_\_\_  
Luis Arguello

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96 DEC -3 PM 2:10  
TALLAHASSEE, FLORIDA