

P 96000 104027

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

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Office Use Only

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

1. Food Value Executive Offices, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

FILED
 96 DEC 30 AM 11:41
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

- 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
 96 DEC 30 AM 10:39
 DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

OF

FOOD VALUE EXECUTIVE OFFICES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I

NAME

The name of this Corporation is FOOD VALUE EXECUTIVE OFFICES, INC.

ARTICLE II

DURATION

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III

PURPOSE

The general purposes for which this Corporation is organized are the following:

- A. To engage in and transact any lawful business for which a corporation may be incorporated under the Florida Business Corporation Act. No other purpose limits this general purposes in any way.

B. To do such other things as are incidental to the purposes of this Corporation, or necessary or desirable in order to accomplish them.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is **ONE HUNDRED (100)** shares of Common Stock, having a par value of **TEN (\$10.00)** dollars per share. All said shares shall be payable in cash, property, labor, or services at a valuation to be fixed by the Board of Directors.

ARTICLE V

ADDRESS

The address of the principal office of this Corporation is: **6850 SW 24th Street, Miami, Florida 33155.**

ARTICLE VI

DIRECTORS

The number of Directors constituting the initial Board of Directors is **One (1)**. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one (1).

ARTICLE VII

INITIAL DIRECTORS

The name and address of the initial Director of this Corporation are:

RAUL TRUJILLO

12280 SW 45 Street
Miami, Florida 33175

ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator signing these Articles of
Incorporation is:

RAUL TRUJILLO

12280 SW 45 Street
Miami, Florida 33175

ARTICLE IX

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

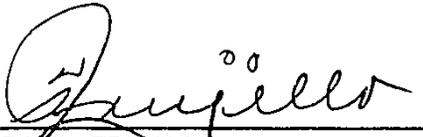
The street address of the initial Registered Office of this Corporation is 782
NW LeJeune Road, Suite 548, Miami, Florida, and the name of the initial
Registered Agent at that address is JOSE M. MARQUEZ.

ARTICLE X

AMENDMENT

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, and approved at a Stockholders' Meeting by a majority
of the stock entitled to vote thereon, unless all the Directors and all the
Stockholders sign a written statement manifesting their intention that a certain
Amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 19th day of December, 1996.


RAUL TRUJILLO
INCORPORATOR

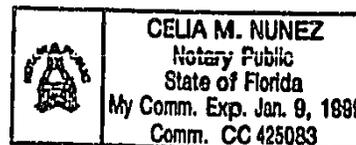
STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared, RAUL TRUJILLO to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 19th day of December, 1996.


NOTARY PUBLIC STATE OF FLORIDA AT LARGE



ACCEPTANCE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as Registered Agent and to accept service of process for the above-stated Corporation at the place designated in this statement, hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


JOSE M. MARQUEZ, ESQ

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TALLAHASSEE, FLORIDA