

P9700000593

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

FILED
 97 JAN -3 PM 1:29
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Office Use Only

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

1. III HAPPINESS INC. (Corporation Name) (Document #) 100002045281--8
 -01/03/97--01129--023
 ****122.50 ****122.50
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
 97 JAN -3 AM 11:26
 DIVISION OF CORPORATION

[Handwritten signature]
 1/3/97

Examiner's Initials

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ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

III HAPPINESS INC.

We, the undersigned, hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida and under the statute of the State of Florida for the formation, rights, privileges, immunities and liabilities of Incorporation for profit, it is:

ARTICLE I

THE NAME OF THE CORPORATION SHALL BE:

III HAPPINESS INC.

ARTICLE II

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

ARTICLE III

The maximum number of shares which the corporation is authorized to issue and have outstanding at any time is ---100---shares of common stock, and which common stock shall have a par value of \$5.00----per share. All stock is to be issued as fully paid and exempt from assessment.

ARTICLE IV

The pledge, sale, transfer or other disposition of the capital stock may be governed and restricted by the By-Laws or written agreement amongst the stockholders which shall be on file in the office of the officers of the corporation so named in Article VII herein. The By-Laws may provide for cumulative voting by stockholders at all election of the directors of the corporation.

ARTICLE V

The amount of capital with which this corporation may begin business shall not be less than Five Hundred (\$ 500.00) Dollars.

ARTICLE VI

The existence of the corporation is perpetual.

ARTICLE VII

The initial post office address and principal officers of the corporation in the State of Florida shall be 8353 NW 68 ST. MIAMI. FLORIDA. 33166

_____ The Board of Directors may from time to time move the principal offices to any other address within the State of Florida. The registered agent is:

WALTER G. CLERKE Address: 8353 NW 68 ST. MIAMI. FLORIDA.

ARTICLE VIII

The business of the corporation shall be managed by a Board of Directors consisting of not less than (2) nor more than (5) directors. A quorum for the holding of a meeting of the Board of Directors, and for the transaction of any business properly carried out by the directors on behalf of the corporation, shall consist of a majority of the members thereof. But the directors, by unanimous consent in writing, included in the minutes of the corporation, may consent to the doing of any act and such consent in writing shall have the same force and effect as though a formal meeting had been held pursuant to call being duly made as though the said act had been completed and authorized at a meeting at which a quorum had been present, and/or such duties may be delegated to an "Executive Committee."

ARTICLE IX

The names and post office addresses of the members of the first Board of Directors and slate of corporate officers are as follows:

| <u>NAME</u> | <u>TITLE</u> | <u>ADDRESS</u> |
|------------------|----------------|---------------------------------|
| WALTER G. CLERKE | PRESIDENT | 8353 NW 68 ST. MIAMI. FL. 33166 |
| JORGE M. MUNDO | VICE-PRESIDENT | 8353 NW 68 ST. MIAMI. FL. 33166 |

ARTICLE X

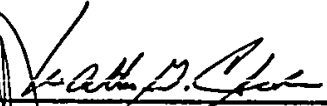
The names and post office addresses of the subscribers to the Articles of Incorporation, and the number of shares of stock that they agree to take are as follows:

| <u>NAME:</u> | <u>ADDRESS</u> | <u>SHARES</u> | <u>CASH VALUE</u> |
|------------------|-------------------------|---------------|-------------------|
| WALTER G. CLERKE | 8353 NW 68 ST.MIAMI.FL. | 50 | \$ 250.00 |
| JORGE M. MUNDO | 8353 NW 68 ST.MIMIA.FL. | 50 | 250.00 |


ARTICLE XI

The stock of the corporation may be issued pursuant to the provisions under * 1244 of the Internal Revenue Code in order for the stockholders of the corporation may receive the benefits thereunder.

IN WITNESS WHEREOF: We have hereunto set our hands and seals this 19
day of DECEMBER , 1996.-



WALTER G. CLERKE (SEAL)



JORGE M. MUNDO (SEAL)

(SEAL)

STATE OF FLORIDA:
COUNTY OF DADE.

