

P9700000 4622

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

600002059056--2

-01/15/97--01060--013

\*\*\*\*122.50 \*\*\*\*122.50

Office Use Only

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

1. GUILLE & DAVID WOODWORKS, 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

FILED  
 97 JUN 16 AM 11:41  
 TALLAHASSEE, FLORIDA

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

W97-1050



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 15, 1997

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

SUBJECT: GUILLE & DAVID WOODWORKS, INC.  
Ref. Number: W97000001050

We have received your document for GUILLE & DAVID WOODWORKS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please list the street address of each officer/director. If the officer/director does not have a street address, list the mailing address and write (N/A).

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: 197A00002084

ARTICLES OF INCORPORATION OF  
GUILLE & DAVID WOODWORKS, INC.

FILED

97 JAN 16 AM 11:41

SECRET  
TALLAHASSEE  
OFFICE OF THE  
CLERK OF THE  
STATE OF FLORIDA

The undersigned incorporator for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I -NAME

The name of this corporation is GUILLE & DAVID WOODWORKS, INC. (hereinafter referred to as the "Corporation").

ARTICLE II -PRINCIPAL OFFICE

The initial address of the principal office of this Corporation is 131 S.W. 113 Avenue, Apartment 103, Miami, Florida 33174 and the initial mailing address of this Corporation shall be 131 S.W. 113 Avenue, Apartment 103, Miami, Florida 33174.

ARTICLE III - COMMENCEMENT & DURATION

This Corporation shall have perpetual existence. The commencement of this corporation's existence shall be at the time of filing of these Articles of Incorporation.

ARTICLE IV - PURPOSE

The primary purpose of this Corporation is to engage in the practice of woodwork, pallets and cabinets or in any and all activity or business permitted under the laws of the United States and of Florida.

ARTICLE V - CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to issue is: 500 (five hundred) and it shall have no designated par value. The shares will be issued in the manner prescribed by the Board of Directors. Notwithstanding,

anything in these Articles of Incorporation, this Corporation is authorized to issue only one class of stock and such stock shall be designated as common stock.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this corporation is Esteban Albornas whose address is 131 S.W. 113 Avenue, Apartment 103, Miami, Florida 33174, upon whom process in any action or proceeding against this Corporation may be served.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have four initial Directors on the initial Board of Directors one who is an incorporator of this Corporation.

The initial Director on the initial Board of Directors shall remain on the initial Board of Directors until the first election of the Board of Directors to be held in a manner and at the point in time prescribed by the bylaws adopted by this Corporation as amended from time to time. The number of Directors may be increased or decreased from time to time in accordance with the bylaws adopted by this Corporation as amended from time to time. Notwithstanding anything in these articles of Incorporation the number of directors on the Board of directors shall never be less than (1) . The names of the initial Director on the initial Board of directors of this Corporation is:

NAME	TITLE
David Karaian	Director- President
Esteban G. Albornas	Director - Vice President
David Karaian	Secretary

ADDRESS :131 S.W. 113th AVE. #103, MIAMI, FLORIDA 33174

Esteban Albernas

Treasurer

ARTICLE VIII -OFFICERS

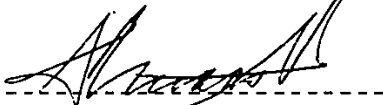
This Corporation shall have four initial offices.  
President and Secretary: David Karaian, Vice President and  
Treasurer: Esteban Albernas.  
ADDRESS:131 S.W. 113th AVE. #103, MIAMI, FLORIDA 33174

ARTICLE IX - INDEMNIFICATION

This Corporation shall indemnify any officer or Director, or  
former Officer or Director, to the full extent permitted by law.

ARTICLE X - INCORPORATOR

In order to incorporate this Corporation and in order to  
effectuate the governance in accordance with these Articles of  
Incorporation, the undersigned incorporator acknowledges the above  
provisions with his respective signature:

  
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Esteban Albernas  
Incorporator

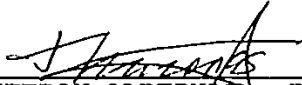
131 S.W. 113 Ave.  
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Appt 103, Miami, Fl.  
Address 33174

**ACCEPTANCE BY REGISTERED AGENT**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I 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.

DATED THIS 13th DAY OF JANUARY, 1997.

BY

  
\_\_\_\_\_  
ESTEBAN ALBERNAS - REGISTERED AGENT

97 JAN 16 AM 11:41  
FBI  
SEE  
TALLAHASSEE, FLORIDA  
A/E