# P9700005659

LAZARUS CORPORATE INDUSTRIES, INC. Requestor's Name 890 S.W. 87 AVENUE SUITE: 16 000002063100--8 -01/21/97--01017--040 \*\*\*\*122.50 \*\*\*\*122.50 Address MIAMI, FLORIDA 33174 (305)552-5973 City/State/Zip Phone # Office Use Only LOCAL REPRESENTATIVE TALLAHASSEE CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Pick up time Walk in Certified Copy Will wait Photocopy Mail out Certificate of State KITAN TITUK (CK) AMENDMENTS Profit Amendment NonProfit Resignation of R.A., Officer/Director **Limited Liability** Change of Registered Agent Dissolution/Withdrawal **Domestication** Other Merger OTHEREILINGS **Annual Report** Foreign Fictitious Name PMC21.97 Limited Partnership Name Reservation Reinstatement Trademark Other

CR2E031(1/95)

Examiner's hitlels

FILED 97 JAN 21 PM 2:00

### CERTIFICATE OF INCORPORATION

SECRETARY OF STATE TALLAHASSEE. FLORIDA

# R.F. INTERNATIONAL EXPORT TRADING, INC.

We the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by the 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:

R.F. INTERNATIONAL EXPORT TRADING, 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 is 50 shares.

#### ARTICLE IV

The amount of capital with which this corporation will begin business not be less than Five hundred dollars (\$500.00)

#### **ARTICLE V**

This corporation is to have perpetual existence.

#### **ARTICLE VI**

The principal office of this Corporation shall be

OFFICE: 14390 S.W. 142 AVE. #D-4 Miami, Florida 33186

MAIL ADDRESS: 15119 S.W. 143 Place Miami, Florida 33186

### ARTICLE VII

The number of Board Directors of the Corporation shall not be less than one person. The names and post office addresses of the first Board of Directors, who subject to the provisions of the Certificate of Incorporation, the By-laws and the acts of legislature, shall hold office for the first year of the Corporation's existence or until their successors are elected and shall be duly qualified, are:

ROBERTO FERNANDEZ 15119 S.W. 143 Place Miami, Florida 33186

**PRESIDENT** 

MUNIRA FERNANDEZ 15119 S.W. 143 Place Miami, Florida 33186

SECRETARY/TREASURER

#### ARTICLE VIII

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

ROBERTO FERNANDEZ 15119 S.W. 143 Place Miami, Florida 33186

100%

### ARTICLE IX

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

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 what conditions and regulations the accounting books of this Corporation, other than the stock book, or any of them, shall be open to inspection of the stock holders, and no stock holder shall have any right if inspection any account book or document of this Corporation, except as conferred by the 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 the Directors shall have the power, if the By-laws so provide, to offices, 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 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 matter dispose of the whole or any part of the property so purchased, of 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 the conducting and management of such business.

To enter into general partnerships, limited partnerships (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 or without the State of Florida, do hereby make subscribe, and acknowledge and file this Certificate hereby declaring and certifying that the fact herein stated are true, and do so respectively agree to abide by the Articles as herein stated.

Subscribed at Miami Dade County, Florida, this 16 day of January, 1997.

Roberto Fernandez

President

State of Florida )

SS

County of Dade )

Before me, the undersigned authority, duly authorized to administer oaths and receive acknowledgments, personally appeared.

ROBERTO FERNANDEZ

Who after being duly sworn by me, depose and say that they signed the above and foregoing Certificate if Incorporation for the purposes therein set forth.

Witness my hands and official seal at Miami, Dade County, Florida, this 17 day of January 1997.

Notary State of Florida at Large

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

# CERTIFICATE DESIGNATING CHANGE OF

# PLACE OF BUSINESS OF DOMICILE 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.

R.F. INTERNATIONAL EXPORT TRADING, INC.

Is qualified to do business under the laws of the State of Florida, with its principal office at 14390 S.W. 142 Ave. #D-4 Miami, Florida 33186.

and has appointed ROBERTO FERNANDEZ as its agent to accept service of process within this 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 the capacity and agree to comply with the provisions of said Act relative to keeping open said office.

REGISTERED AGENT-

Roberto Fernandez 15119 S.W. 143 Place

Miami, Florida 33186