# P97000008058

890 S.W. 87 AVENUE SUITE: 16
Address

Requestor's Name

MIAMI, FLORIDA 33174 (305)552-5973

City/State/Zip Phone #
LOCAL REPRESENTATIVE TALLAHASSEE

600002069990--2 01/27/97-01014--003 \*\*\*\*122.50 \*\*\*\*122.50 Office Use Only

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

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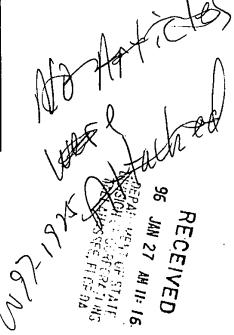
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Mail out	Will wait	Photocopy	

	NEWFILINGS	AMENDMENTS!
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	NonProfit	Resignation of R.A., Officer/Director
	Limited Liability	Change of Registered Agent
	Domestication	Dissolution/Withdrawal
	Other	Merger

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Annual Report	CUATIFICATI
Fictitious Name	Foreign
Name Reservation	Limited Partnership
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## FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 27, 1997

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

SUBJECT: INVERSIONES VENECIA, INC. Ref. Number: W9700001925

Translation: Vo ne ce in 105/ Mants, em.

We have received your document for INVERSIONES VENECIA, 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 provide an English translation for the entity's name in your cover letter.

The person designated as registered agent in the document and the person signing as registered agent must be the same.

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: 197A00004001

DIVISION OF CORPORATION



ARTICLES OF INCORPORATION

OF

INVERSIONES VENECIA, INC.

ARTICLE I.

NAME

The Name Of The Corporation Is INVERSIONES VENECIA, INC.

#### ARTICLE II.

### TERM OF CORPORATE EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time of the filling of these Articles of Incorporation by the Department of State.

#### ARTICLE III.

#### PERMITTED ACTIVITY

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

# ARTICLE IV.

#### AUTHORIZED SHARES

The aggregate number of shares which the Corporation shall have authority to issue shall be One Hundred (100) of voting common stock with \$1.00 par value per share.

#### ARTICLE V.

#### PREEMPTIVE RIGHTS DENIED

No holder of any shares of the Corporation shall have any preemptive right to purchase, subscribe for or otherwise acquire any shares of the Corporation of any class now or hereafter authorized, or any securities, exchangeable for or convertible into such shares, or any warrants or any instruments evidencing rights or option to subscribe for, purchase, or otherwise acquire such shares.

#### ARTICLE VI.

#### PRINCIPLE OFFICE

The principal location of the Corporation is 2 ALHAMBRA PLAZA PHI-A CORAL GABLES, FLORIDA 33134.

# ARTICLE VII.

### REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation is FRANCISCO FEOLI
The initial registered agent at that address is
2 ALHAMBRA PLAZA PH-IA CORAL GABLES, FLORIDA 33134.

# ARTICLE VIII.

#### **DIRECTORS**

The business of the Corporation shall be managed by a Board of Directors consisting of least one person, the exact number to be determined from time to time in accordance with the By-Laws.

The name and address of the first board of directors who shall serve until the first annual meeting of shareholders or until his successors are elected and qualified shall be:

NAME

**ADDRESS** 

FRANCISCO FEOLI

2 ALHAMBRA PLAZA PHI-A CORAL GABLES, FL 33134

ROBERTO FEOLI

2 ALHAMBRA PLAZA PHI-A CORAL GABLES, FL 33134

### ARTICLE IX.

### INCORPORATOR

The name and address of the incorporator is: FRANCISCO FEOLI 2 ALHAMBRA PLAZA PH-IA CORAL GABLES, FL 33134.

# ARTICLE X. INDEMNIFICATION

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned, being the original incorporator of the Corporation, has executed these Articles of Incorporation this 18th day of December 1996

FRANCASCO FEOLI

#### CERTIFICATE OF DESIGNATION

#### REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/ registered agent, in the State of Florida.

1. The name of the corporation is:

INVERSIONES VENECIA, INC.

2. The name and address of the Registered Agent and office is:

FRANCISCO FEOLI
2 ALHAMBRA PLAZA PH-IA
CORAL GABLES, FL 33134

SIGNATURE

FRANCISCO FEOLI

TITLE:

President

DATE:

December 18, 1996

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 of 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 positions as registered agent.

SIGNATURE:

FRANCISCO FEOLI

DATE:

December 18, 1996