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Examiner's Initials FEB - 7 1997



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

February 7, 1997

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

SUBJECT: FATHER & SON LOCKSMITH, INC. Ref. Number: W9700003204

We have received your document for FATHER & SON LOCKSMITH, 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):

THE REGISTERED OFFICE LISTED IN YOUR ARTICLES OF INCORPORATION MUST BE CONSISTENT THROUGHOUT THE DOCUMENT.,

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: 097A00006739

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SECH TALLAHASSEE, FLORIDA

ARTICLES OF CORPORATION

OF

FATHER & SON LOCKSMITH, INC.

The undersigned, for the purpose a corporation for profit under the Laws of Florida, hereby adopts the following Article of Incorporation.

Article I

Name

The name of the corporation is: Father & Son Locksmith, Inc.

Article II

Initial principal office

The location of its initial office in the State of Florida is:

142 S.W. 8th Street, Miami, Fl. 33130

Article III

Duration

This corporation shall exist perpetually. Corporate existence shall commence on the date these Article are executed, and acknowledge, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledge, corporate existence shall commence upon filing by Department of State.

Article IV

Nature of Business

This corporation is organized for the purpose of transacting any or all lawful business.

Article V

Capital Stock

- A) Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having par value of \$ 1.00 per share
- B) Preemptive Rights. Shareholders shall have no preemptive rights.
- C) Cumulative voting. Cumulative voting shall not be permitted.

Article VI

Initial Registered Office and Agent

The Street address of the initial registered office of this corporation is: 2156 SW 8th Street, Miami, F1. 33130 and the name of the initial registered agent of this corporation at that address is: Maurice Bravo

Article VII

Directors

- A) Number. This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.
- B) Initial Directors. The names and street address of the member of the first board of directors of the corporation are:

Name

Street address

Maurice Bravo

2156 S.W. 136th Avenue, Miami, Fl. 33175

- C) Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of this corporation may also serve the corporation in any other capacity and received compensation therefor in any form.
- D) Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officer, employees and agents to the full extent permitted by law.

Article VIII

Bylaws

The initial bylaws of this corporation shall be adopted by directors. Bylaws shall be adopted, altered amended or repealed from time to time by either the shareholders or the board directors, but the board of directors shall no alter, amend or repeal any bylaw adopted by shareholders if the shareholders specifically provided that such bylaw is not subject to amendment or repeal by the directors.

Article IX

Incorporator

The name and street address of the incorporator of this corporation are:

Maurice Bravo

2156 S.W. 8th Street, Miami, Fl. 33130

Article X

Amendment

This corporation reserves the right to amend or repeal any provision contained in these Article of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 6^{th} day of February, 1997

/ RAID.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OR PROCESS WHITIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

Father & Son Locksmith, Inc. desiring to organize or qualify under the laws of State of Florida with its principal place of business at Miami, State of Florida, has named Maurice Bravo located at 2156 S.W. 136th Avenue, as its agent to accept service of process within Florida.

Incorporated

Date February 6,1997

Having been named to accept service of process for the above stated Corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with provisions of all statutes relative to the proper and complete performance of my duties.

Registered Agent Date February 6,1997 97 FEB 10' PH 1:27
SECANASSEE, FLORIDI