

P970000-16825

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

000002093300--8
-02/20/97--01069--004
Office Use Only ****122.50 ****122.50

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

American

1. STAR LIGHT, 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

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

W97-494

97 FEB 21 11:31:13
TALLAHASSEE, FLORIDA

97 FEB 21 11:31:13
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 20, 1997

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

SUBJECT: STAR LIGHT, INC.
Ref. Number: W97000004194

We have received your document for STAR LIGHT, 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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: 397A00009208

RECEIVED
CORPORATION DIVISION
FEB 21 1997

CERTIFICATE OF INCORPORATION
OF

AMERICAN STAR LIGHT, INC.

FILED
97 FEB 21 PM 3:13
TALLAHASSEE FLORIDA

I (WE) the undersigned, do to hereby associate ourselves together and subscribe this certificate of incorporation for the purpose of forming, a corporation under the laws of the State Of Florida, and subject to the following.

Provisions:

*****ARTICLE ONE*****

The name of the corporation shall be :

AMERICAN STAR LIGHT, INC.

*****ARTICLE TWO*****

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

97 FEB 21 11 46 AM '97
TALLAHASSEE FLORIDA

*******ARTICLE THREE*******

The maximum number of shares of stock which the corporation shall have outstanding at any time, shall five hundred (500) shares of stock which shall be common stock of a par value of One (\$1.00) dollars per share, all or any part of the capital stock may be paid for either in lawful monies of the United States Of America, or in services, at a true value thereof.

*******ARTICLE FOUR*******

This corporation shall begin business with a minimum capital of the amount of five hundred (\$500.00) dollars.

*******ARTICLE FIVE*******

This corporation shall have perpetual existence.

*****ARTICLE SIX*****

The principal office of the corporation shall be located at:

12204 S.W. 10TH LANE
MIAMI, FL 33184

Other office for the transaction of business may be located wherever the Directors may deem necessary or expedient.

*****ARTICLE SEVEN*****

The business of the corporation shall be managed by a Board of Directors, who need not be Stockholders of the corporation. The number of Directors , not less than one, shall be fixed by resolution of the stockholders at any regular or special meeting, subject to the manner of holding such meetings prescribed by the by-laws.

*****ARTICLE EIGHT*****

The name and post office addresses of the members of the first Board of Directors and the officers who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

BOARDS OF DIRECTORS:

OFFICERS	NAME	ADDRESS
PRESIDENT:	ALBERTO HEREDIA	12204 S.W. 10TH LANE MIAMI, FL., 33184
SECRETARY:	SILVIA M. MARIN	12204 S.W. 10TH LANE MIAMI, FL., 33184
TREASURY:	ALBERTO HEREDIA	12204 S.W. 10TH LANE MIAMI, FL., 33184

*****ARTICLE NINE*****

The name and post office addresses of each of the subscribers to this certificate of incorporation and the number of shares of stock which each subscriber agrees to take, are as follows:

NAME	ADDRESS	NO. OF SHARES
ALBERTO HEREDIA	12204 S.W. 10TH LANE MIAMI, FL., 33184	250
SILVIA M. MARIN	12204 S.W. 10TH LANE MIAMI, FL., 33184	250

SUBSCRIBER: ALBERTO HEREDIA

Alberto Heredia

SUBSCRIBER: SILVIA M. MARIN

Silvia M. Marin

*****ARTICLE TEN*****

This corporation shall have full power to carry on and transact each of all of the businesses enumerated in Article Two of the Certificate and shall have all the general and additional powers now and hereafter conferred upon it by-law.

*****ARTICLE ELEVEN*****

This corporation shall have the power to issued the whole or any part determined by the Board of Directors, of the shares of the capital stocks as partly paid, subject to calls thereon until the whole thereof shall have been paid.

*****ARTICLE TWELVE*****

Upon election of a Board of Directors by the stockholders, such Board of Directors shall manage the business affairs of this corporation without the necessity of further authority from the stockholder, except as by law or in this certificate otherwise provided: Any action of such Board of Directors may be rescinded, or any officer or Director removed from office, only upon a vote of stockholders holding a majority of the stocks of the corporation which may at such time be actually issued unless otherwise provided by the by-laws of the Boards Of Directors. All holders of common stock of this corporation shall be entitled to vote the same in the manner provided by law whether said stock be fully or partially paid unless otherwise determined by the Board of Directors at or before the time of issuance thereof.

*****ARTICLE THIRTEEN*****

The corporation does hereby designate the following address as its registered office:

12204 S.W. 10TH LANE
MIAMI, FL., 33184

The corporation does hereby designate:

ALBERTO HEREDIA

AS ITS REGISTERED AGENT.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE SERVICE OF PRECESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

AMRICAN STAR LIGHT, INC.

desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at:

CITY OF MIAMI, COUNTY OF DADE

STATE OF FLORIDA, AS NAMED AS: ALBERTO HEREDIA

LOCATED AT: 12204 S.W. 10TH LANE, MIAMI, FL., 33184 COUNTY OF DADE.

State of Florida as its agent to accept service of process this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate. I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

Alberto Heredia

Registered Agent

FILED
97 FEB 21 PM 3:13
STATE OF FLORIDA
TALLAHASSEE