

P.97000019309

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

4000012102314--4

-03/03/97--01060--004

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

Office Use Only

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

1. TOP FEELING 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               |

ARTICLES OF INCORPORATION

TOP FEELING INC.

FILED

97 MAR -3 PM 12:18

SEC  
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida and under the statute of the State of Florida for the formation, rights, privileges, immunities and liabilities of Incorporation for profit, it is:

ARTICLE I

THE NAME OF THE CORPORATION SHALL BE:

TOP FEELING INC.

ARTICLE II

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

ARTICLE III

The maximum number of shares which the corporation is authorized to issue and have outstanding at any time is 100 shares of common stock, and which common stock shall have a par value of \$5.00 per share. All stock is to be issued as fully paid and exempt from assessment.

ARTICLE IV

The pledge, sale, transfer or other disposition of the capital stock may be

ARTICLE V

The amount of capital with which this corporation may begin business shall not be less than Five Hundred (\$ 500.00) Dollars.

ARTICLE VI

The existence of the corporation is perpetual.

ARTICLE VII

The initial post office address and principal officers of the corporation in the State of Florida shall be 1014 NW 9 AVE. #3.FT.LAUDERDALE.FL.

----- The Board of Directors may from time to time move the principal offices to any other address within the State of Florida. The registered agent is:  
JENDSEL ETIENNE Address: 1014 NW 9 AVE. FT. LAUDERDALE.

ARTICLE VIII

The business of the corporation shall be managed by a Board of Directors consisting of not less than (2) nor more than (5) directors. A quorum for the holding of a meeting of the Board of Directors, and for the transaction of any business properly carried out by the directors on behalf of the corporation, shall consist of a majority of the members thereof. But the directors, by unanimous consent in writing, included in the minutes of the corporation, may consent to the doing of any act and such consent in writing shall have the same force and effect as though a formal meeting had been held pursuant to call being duly made as though the said act had been completed and authorized at a meeting at which a quorum had been present, and/or such duties may be delegated to an "Executive Committee."

ARTICLE X

The names and post office addresses of the subscribers to the Articles of Incorporation, and the number of shares of stock that they agree to take are as follows:

| <u>NAME:</u>    | <u>ADDRESS</u>                | <u>SHARES</u> | <u>CASH VALUE</u> |
|-----------------|-------------------------------|---------------|-------------------|
| FRANTZ AVIN     | 1014 NW 9 AVE. FT. LAUDERDALE | 35            | \$175.00          |
| JENDSEL ETIENNE | 1014 NW 9 AVE. FT. LAUDERDALE | 65            | 325.00            |

ARTICLE XI

The stock of the corporation may be issued pursuant to the provisions under \* 1244 of the Internal Revenue Code in order for the stockholders of the corporation may receive the benefits thereunder.

IN WITNESS WHEREOF: We have hereunto set our hands and seals this 17 day of FEBRUARY, 1997.

Frantz Avin (SEAL)  
FRANTZ AVIN  
Jendsel Etienne (SEAL)  
JENDSEL ETIENNE  
\_\_\_\_ (SEAL)

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN THE 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:-----

THAT TOP FEELING INC.

desiring to organize under the laws of the State of Florida, with its  
principal office, as indicated in the Articles of Incorporation at the City  
of Miami, County of Dade, State of Florida, has named:-----

JENDSEL ETIENNE

as its agent to accept service of process within this State.

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97 MAR -3 PM 12:18  
STATE OF FLORIDA  
TALLAHASSEE

Having been named to accept service of process for the above state  
Corporation, at the place designated in this certificate, I hereby accept  
to act in this capacity and agree to comply with the provisions of said ACT