

P97000031137

Lapars, Inc.
2034 N.W. 43 Ave.
Miami, FL 33055

City/State/Zip

Phone #

Office Use Only

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

- 1. Lapars, Inc. (Corporation Name) _____ (Document #) _____
- 2. _____ (Corporation Name) _____ (Document #) _____
- 3. _____ (Corporation Name) _____ (Document #) _____
- 4. _____ (Corporation Name) _____ (Document #) _____

FILED
27 APR -4 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
4-1-97

- Walk in
- Pick up time _____
- Certified Copy
- Mail out
- Will wait
- Photocopy
- Certificate of Status

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-04/04/97--01129--012
****122.50 ****122.50

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

APR 7 1997 BSB

Examiner's Initials

ARTICLES OF INCORPORATION

OF

LAPARS, INC.

ARTICLE I

The name of this Corporation is LAPARS, INC..

ARTICLE II

This Corporation shall exist in perpetuity commencing on the date of execution and acknowledgement of these Articles of Incorporation.

ARTICLE III

This Corporation is organized for the following purposes, i.e.:

To perform any and all acts allowable to a Corporation under chapters 607.0301, 607.0302 and 607.0303 Florida Statutes, i.e.: and all powers allowed a Corporation for profit under the laws of the State of Florida.

ARTICLE IV

This Corporation is authorized to issue 500 shares of \$1.00 par value common stock which shall be designated as "Common Shares".

ARTICLE V

SECTION I

In the event of any voluntary or involuntary liquidation, dissolution, or winding up of this Corporation, the assets of the Corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

SECTION II: VOTING RIGHTS:

Except as otherwise provided by Law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

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ARTICLE VI

PREEMPTIVE

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII

The street address of the initial registered office of this Corporation is:
20344 N.W. 43 Avenue, Miami, Florida 33055

and the name of the initial registered agent of this Corporation at that address is:
Lamartine Alceus

ARTICLE VIII

This Corporation shall have four officers and/or directors. The number of officers and/or directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial Officers of this Corporation is :

Lamartine Alceus
20344 NW 43 Avenue
Miami, Florida 33055

Pierre Alceus
20344 NW 43 Avenue
Miami, Florida 33055

Reynold Sarmtelus
20344 NW 43 Avenue
Miami, Florida 33055

The name and address of the person(s) signing these ARTICLES of Incorporation is:

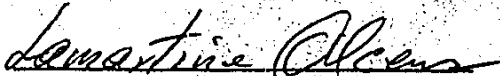
Lamartine Alceus 20344 N.W. 43 Avenue Miami , Florida 33055
Pierre Alceus 20344 N.W. 43 Avenue, Miami, Florida 33055

ARTICLE X

AMENDMENT:

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber(s) executed these Articles of Incorporation this 1 day of April 1997

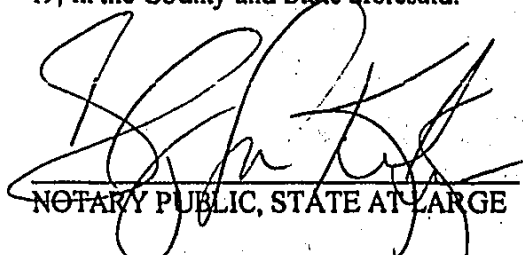

Lamartine Alceus, President


Pierre Alceus, Vice President

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, the undersigned authority, to me well known, personally appeared Lamartine Alceus and Pierre Alceus who, being duly sworn deposes and states on oath that he/she executed the forgoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, this the 1 day of April 1997 in the County and State aforesaid.


NOTARY PUBLIC, STATE AT LARGE

OFFICIAL NOTARY SEAL
SHIRLEY JEAN KIRKMAN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC397711
MY COMMISSION EXP. AUG. 4, 1998

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate Designating Place of Business of Domicile for the Service of Process Within This State and Naming Agent upon Whom Process May Be Served.

The following is submitted in compliance with Chapter 48.091, Florida Statutes:

Lapars, Inc., a corporation organizing under the laws of the State of Florida with its principal office at 20344 N.W. 43 Avenue
County of Dade, State of Florida, has named
Lamartine Alceus, located at
20344 N.W. 43 Avenue
County of Dade, State of Florida, as its agent to accept service of process within this state.

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process: to keep office open during prescribed hours; to post my name in some conspicuous place in the office as required by law.


Lamartine Alceus, Resident Agent