

P9700033295

LAZARUS CORPORATION INDUSTRIES INC.
 Register's Name
 890 S.W. 37 AVENUE SUITE: 16
 Address
 MIAMI, FLORIDA 33174 (305)552-5973
 City/State/Zip Phone #
 LOCAL REPRESENTATIVE TALLAHASSEE

600002138396---4
 -04/10/97--01038--029
 Office Use Only ***122.50

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

1. MIAMI CIGARS INC.
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

FILED
 97 APR 14 AM 11:18
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

Walk in
 Pick up time 3:00
 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

RECEIVED
 97 APR 10 AM 10:56
 DIVISION OF CORPORATION

W97-8419
 K.R. APR 10 1997

Examiner's Initials	
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 10, 1997

LAZARUZ CORPORATE INDUSTRIES, INC.
890 SW 87TH AVE
SUITE 16
MAIMI, FL 33174

SUBJECT: MIAMI CIGARS INC.
Ref. Number: W97000008419

We have received your document for MIAMI CIGARS 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) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 297A00018190

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DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

97 APR 14 AM 11:19
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

FILED

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: FAT CAT CIGARS INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1221 BIARRITZ DRIVE
 MIAMI BEACH, FLORIDA 33141

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

FIVE THOUSAND SHARES(5000) of one dollar(1.00) par value common stock, which shall be designated "common shares"

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

JESUS MAURA JR.
 1221 biarritz DR.
 MIAMI BEACH, FLA.
 33141

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

JESUS MAURA JR.
1221 BIARRITZ DR.
MIAMI BEACH, FLA. 33141

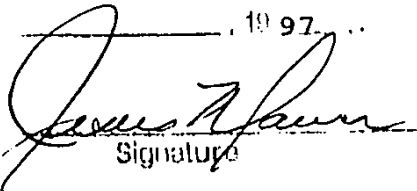
ARTICLE VI DIRECTOR(S)

The name(s) and street address(es) of the director(s) to these Articles of Incorporation is(are): one(1) directors initially.

(1) JESUS MAURA JR.
1221 BIARRITZ DR.
MIAMI BEACH, FLA 33141

The undersigned incorporator(s) has(he) executed these Articles of Incorporation this

_____ NINTH _____ day of _____ APRIL _____, 19 97, ...


Signature

Signature

Signature

2201440 P. 03

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT REGISTERED OFFICE**

Pursuant to the provisions of sections 617.0501 or 617.0501, 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: FAT CAT CIGARS INC.

2. The name and address of the registered agent and office is:

JESUS MAURA JR.
(NAME)

1221 Biarritz DR.
(P.O. BOX NOT ACCEPTABLE)

MIAMI BEACH, FLORIDA 33141
(CITY/STATE ZIP)

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 AS 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 POSITION AS REGISTERED AGENT.

SIGNATURE _____

DATE _____

04-09-97

FILED
97 APR 19 AM 11:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA