

797000043757

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

FILED

97 MAY 16 PM 3:32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

400002181084--0

-05/16/97--01032--001

****122.50 ****122.50

Office Use Only

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

1. AGRO-AMERICA, 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

RECEIVED
97 MAY 16 AM 10:26

ARTICLES OF INCORPORATION
OF
AGRO-AMERICA, INC.

FILED
97 MAY 16 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be AGRO-AMERICA, INC. and the initial address of the corporation shall be 3023 S.W. 133rd Court, Miami, Florida 33173.

ARTICLE II

This corporation may engage in any business permitted under the law of the state of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of</u> <u>Shares Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of Stock</u>
3	\$.01	Common

The consideration for all of said stock shall be payable in cash.

ARTICLE IV

This corporation shall commence its existence effective as of May 15, 1997, and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

The initial registered office of this corporation shall be 10300 Sunset Drive, Suite 284, Miami, Florida 33173 with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be ALEXANDER O. AKPODIETE, ESQ.

ARTICLE VI

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

ARTICLE VII

The names and addresses of the first directors of the corporation, who shall hold office for the first year or until his and her successors are duly elected and qualified, shall be Gustavo A. Rodriguez, 3023 S.W. 133rd Court, Miami, Florida 33175.

ARTICLE VIII

The name and address of the incorporator is Gustavo A. Rodriguez, 3023 S.W. 133rd Court, Miami, Florida 33175.

ARTICLE IX

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be effected or invalidated by the fact that any of the Directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any Director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors of a majority thereof, and any Director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation, which shall authorize any such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

ARTICLE X

The private property of the stockholders shall not be subject to payment of the corporate debts in any event.

ARTICLE XI

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law, either now or hereafter.


IN WITNESS WHEREOF, I, the undersigned, being the incorporator herein before named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these articles of incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 15 day of May 1997.


GUSTAVO A. RODRIGUEZ, Incorporator

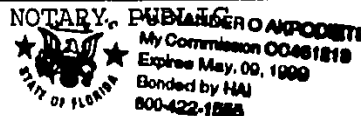
STATE OF FLORIDA :
: SS.
COUNTY OF DADE :

BEFORE ME, the undersigned authority, personally appeared GUSTAVO A. RODRIGUEZ, known me to be the person described in and who executed the foregoing Articles of Incorporation, who, after first being duly sworn upon oath, acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the state and country last aforesaid this 15th day of May, 1996.

Signature: 

Name:

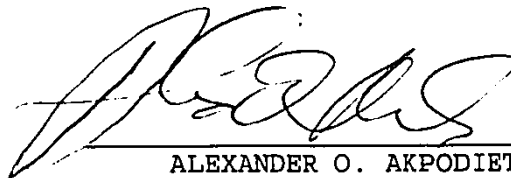


**CERTIFICATE DESIGNATING PLACE
OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THE STATE
NAMING AGENT UPON WHICH PROCESS MAY BE SERVED**

In compliance with the laws of Florida, the following is submitted:

First, that AGRO-AMERICA, INC., desiring to organize under the laws of the State of Florida, has named ALEXANDER O. AKPODIETE, ESQ., 10300 Sunset Drive, Suite 284, Miami, Florida 33173, County of Dade, State of Florida, as its statutory Registered Agent.

Having been named the statutory Registered Agent of the above corporation at the place designated in this certificate, I hereby accept the same and agree to act in this capacity and agree to comply with the provisions of Florida law relative to keeping the registered office open, and I accept the obligations of Section 607.325, F.S.



ALEXANDER O. AKPODIETE, ESQ.
Registered Agent

DATED this 15th day of May, 1997.