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Examiner's Initials



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

May 23, 1997

LAZARUS

MIAMI, FL

SUBJECT: SAMAX, INC. Ref. Number: W97000012229

We have received your document for SAMAX, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being the returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as for it is not distinguishable from the name of an existing entity. Simply adding for 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.

If you have any questions concerning the filling of your document, please call (904) 487-6934.

Loria Poole Corporate Specialist

Letter Number: 397A00028270



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

May 28, 1997

LAZARUS CORPORATE INDUSTRIES, INC. 890 S.W. 87 AVENUE #16 MIAMI, FL 33174

SUBJECT: MAXSAM, INC. Ref. Number: W97000012446

We have received your document for MAXSAM, 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 entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

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

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden Document Specialist

Letter Number: 297A00028838

.97 MAY 29 PH 2: 52 DHVISION OF CORPORATION

ARTICLE OF INCORPORATION

OF

MAXIS, INC.

97 HAY 29 PH 4: 32
SECRETARY OF STATE
ANA SSEE FLORIDA

The undersigned subscribes to these Articles of Incorporation, each natural person competent to contract, hereby associate themselves to form a corporation under the laws of the State of Florida.

ARTICLE ONE

The name of this corporation is: MAXIS, INC.

ARTICLE TWO

The general nature of the business and the object and purposes to be transacted and carried on are:

To conduct any and all business not prohibited by the laws of the United States and the State of Florida.

Any and all lawful purposes.

And, in general, to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.

And, further, to borrow or raise money for any purpose of the company, and to secure the same interest, or for other purposes, to mortgage all or any part of the property corporeal or incorporeal rights or franchises of this company now owned or hereinafter acquired, and to create, issue, draw and accept and negotiate bonds

and mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

ARTICLE THREE

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

Five Hundred Shares - at \$1.00 par value.

ARTICLE FOUR

The amount of capital with which this corporation will begin business is not less than \$500.00.

ARTICLE FIVE

This corporation shall have perpetual existence.

ARTICLE SIX

The initial post office address of the principal office of this corporation in the State of Florida is: 2299 S.W. 27th Avenue, Suite 250, Miami, Florida 33145.

The Board of Director(s) may from time to time move the principal office to any other address in the State of Florida and establish branches and subsidiaries in any place within and without the United States.

ARTICLE SEVEN

This corporation shall have (2) directors initially. The number of directors may be increased or diminished from time to time by the laws adopted by the stockholders, but shall never be less than one.

ARTICLE EIGHT

The name(s) and address(es) of the number(s) of the first Board of Director(s), who is/are subject to the provisions of the Certificate of Incorporation, by-laws and the corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successor(s) are elected and have qualified, are:

GRACE VIVES - President/Vice-President - 13560 S.W. 2nd Street

Miami, Fl 33184

GRACE ESCALONA - Secretary and Treasurer - Same

ARTICLE NINE

The name and address of the subscriber of these Articles of Incorporation is: GRACE VIVES - 13560 S.W. 2nd Street, Miami, Florida 33184

ARTICLE TEN

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be provided by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholder's meeting by majority of the stock entitled to vote thereon.

ARTICLE ELEVEN - DESIGNATION OF REGISTERED AGENT

That GRACE ESCALONA, located at 2299 S.W. 27th Avenue, Suite 250, Miami, Fl 33145, is hereby named registered resident agent for this corporation to be its agent and to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for MAXIS,

INC., at the place designated in this Article, I hereby accept to

act in this capacity and agree to comply with the provision of said

act relative to keeping open said office.

GRACE ESCALONA

I, The Subscriber, being one of the original subscriber to the capital stock hereinabove named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand and seal this 22nd day of May 1997.

GRACE VIVES

STATE OF FLORIDA)

S.S.,

COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized to administer oaths and take acknowledgments, personally appeared GRACE VIVES, to me well known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

this 22nd day of May 1997.

WITNESS my hand and seal in the County and State named above,

this 22nd day of May 1997.

What are Countables

My Commission Expires:

OFFICIAL NOTARY SEAL
VIVIAN CARRATALA
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC405125
MY COMMISSION EXP. OCT. 10,1998

97 HAY 29 PH 4: 32