

797000048841

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

7000002 199707--0
-06/03/97--01059--001
****122.50 ****122.50

Office Use Only

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

1. Pro. Free Brothers Indus. Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in
 Pick up time 2:30
 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 |

FILED
 97 JUN -3 PM 2:31
 RECEIVED
 97 JUN -3 AM 10:38
 DIVISION OF CORPORATION

| | |
|---------------------|--|
| Examiner's Initials | |
|---------------------|--|

FILED
97 JUN -3 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

THE THREE BROTHERS ROOFING TILE, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is THE THREE BROTHERS ROOFING TILE, INC.

ARTICLE II - NATURE OF BUSINESS

The general character, purpose, and nature of business to be transacted by this corporation is to carry on in any capacity any business or trade deemed legal in the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares of common stock, each share having a par value of \$50.00

ARTICLE IV - INITIAL CAPITAL

The amount of the capital with which this corporation shall begin business is \$5,000.00

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The initial street address of the principal office of this corporation is to be at 1830 NW 18 ST. #2, Miami, FL. 33125

The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

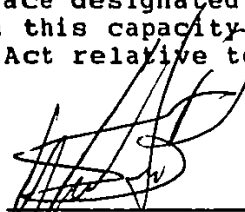
ARTICLE VII - REGISTERED AGENT

In pursuance of Chapter 48.901, Florida Statutes, the following is submitted in compliance with said Act:

TILE, INC.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated 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 relative to keeping open said office.



REGISTERED AGENT

ARTICLE VIII - DIRECTORS

The corporation shall have (3) director(s) initially. The number of directors may be increased or diminished from time to time by the By-laws, but shall never be less than one.

ARTICLE IX - INITIAL DIRECTORS

The names and addresses of the initial directors who shall hold office until their successors are elected and have qualified are as follows:

WALTER BARRIENTOS / PRESIDENT / 1830 NW 18 ST. #2, Miami, FL. 33125
OLVIN BARRIENTOS / Vice-President / 1830 NW 18 ST. #2, Miami, FL. 33125
WILSON BARRIENTOS / Secretary-Treasurer / 1830 NW 18 ST., Miami, FL. 33125

ARTICLE X - INCORPORATOR

The name and street address of the incorporators to these Articles of Incorporation is:

WALTER BARRIENTOS / 1830 NW 18 ST., #2, Miami, FL. 33125
OLVIN BARRIENTOS / " " " " " " "
WILSON BARRIENTOS / " " " " " " "

ARTICLE XI - EFFECTIVE DATE

These Articles of Incorporation shall be effective upon acceptance by the Secretary of State.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE XIII - AMENDMENT

This corporation reserves this right to amend, alter, change or repeal any provisions contained in these articles of INCORPORATION in the manner now or hereafter prescribed By-Laws and all rights conferred on stockholders are granted subject to this reservation.

ARTICLE FOURTEEN

The provisions of this Charter, and each and every Articles and section hereof, and the By-Laws of this Corporation shall be considered a part of every contract and transaction to which this corporation shall be a party. Each person associated and/or corporation dealing with this corporation is charge with notice and knowledge of this corporation.

IN WITNESS THEREOF, the undersigned subscribers do make subscriber acknowledge, for the purpose of forming this Corporation under the Laws of the State of Florida and we hereby make and file, in the office of the Secretary of State of Florida, these Articles of Incorporation and certify that the facts therein are true.

DATE 6/2/97

[Handwritten signatures]

STATE OF FLORIDA)
COUNTY OF DADE) SS.

Before me the undersigned authority, personally appeared before me WALTER, OLVIN, WILSON BARRIENTOS, to me well known to be the persons described in and who executed and subscribed to the foregoing Articles of Incorporation, and acknowledge that executed the same for the purposes therein expressed.

WITNESS my hand and official seal this day of: 6/2/97

[Handwritten Signature]

NOTARY PUBLIC
STATE OF FLORIDA

VIVIAN HERNANDEZ
My Comm Exp 12/30/99
NOTARY PUBLIC
STATE OF FLORIDA
97