77000061431

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

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

July 10, 1997

LAZARUS CORPORATE INDUSTRIES, INC. 890 SW 87 AVE SUITE 16 MIAMI, FL 33174

SUBJECT: G.S.P. ENTERPRISES, INC.

Ref. Number: W97000016033

We have received your document for G.S.P. ENTERPRISES, INC. and your check(s) totaling \$78.75. 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 a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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 (850) 487-6932.

Kimberly Rolfe Document Specialist

Letter Number: 197A00035685

PRECEIVED
97 JUL 11 PH 3: 14
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

July 14, 1997

LAZARUS CORPORATE INDUSTRIES, INC. 890 SW 87 AVE SUITE 16 MIAMI, FL 33174

SUBJECT: P.G.S. ENTERPRISES, INC.

Ref. Number: W97000016033

We have received your document for P.G.S. ENTERPRISES, INC. and your check(s) totaling \$78.75. 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 a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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 (850) 487-6932.

Kimberly Rolfe Document Specialist

Letter Number: 097A00035899



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

July 15, 1997

LAZARUS CORPORATE INDUSTRIES, INC. 890 SW 87 AVE SUITE 16 MIAMI, FL 33174

SUBJECT: G.S.P. ENTERPRISES GROUP, INC.

Ref. Number: W97000016033

We have received your document for G.S.P. ENTERPRISES GROUP, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please accept our apology for failing to mention this in our previous letter.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return the original and one copy of 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 (850) 487-6932.

Kimberly Rolfe Document Specialist

Letter Number: 297A00036088

ARTICLES OF INCORPORATION

OF

G.S.P. ENTERPRISES GROUP, INC.

ARTICLE I - CORPORATE NAME
THE NAME OF THE CORPORATION IS G.S.P. ENTERPRISES GROUP, INC.

ARTICLE II - DURATION
THIS CORPORATION SHALL COMMENCE ON THE DAY OF FILING AND
SHALL EXIST PERPETUALLY UNLESS DISSOLVED ACCORDING TO LAW.

ARTICLE III - PURPOSE
THE CORPORATION IS ORGANIZED FOR THE PURPOSE OF ENGAGING IN
ANY ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE
UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE IV - CAPITAL STOCK
THIS CORPORATION IS AUTHORIZED TO ISSUE 100 SHARES (\$ 200.00)
PAR VALUE COMMON STOCK.

ARTICLE V - PREEMPTIVE RIGHTS
EVERY SHAREHOLDER, UPON THE SALE FOR CASH OF ANY NEW STOCK OF
THIS CORPORATION OF THE KIND, CLASS OR SERIES AS THAT WHICH HE
ALREADY HOLDS, SHALL HAVE THE RIGHT TO PURCHASE HIS PROROGUE
SHARE THEREOF (AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL
SHARES) AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT
THE INITIAL REGISTERED OFFICE OF THIS SHALL BE:
THIS IS ALSO THE PRINCIPAL OFFICE
PEDRO ENRIQUE SORIA
600 W. HALLANDALE BEACH BLVD. # 6
HALLANDALE FL 33009

AND THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT SUCH DESIGNATION SHALL BE PEDRO ENRIQUE SORIA WHO UPON ACCEPTING SUCH DESIGNATION AGREES TO COMPLY WITH THE PROVISIONS OF SECTION 48.091 FLORIDA STATUTES AS AMENDED FROM TIME TO TIME WITH RESPECT TO KEEPING SUCH OFFICE OPEN FOR SERVICE OF PROCESS.

PAGE # 01

ARTICLE VII - INITIAL BOARD OF DIRECTORS THIS CORPORATION SHALL HAVE TWO (2) DIRECTOR INITIALLY. THE NUMBER OF DIRECTOR 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 DIRECTOR OF THE CORPORATION IS AS FOLLOWS:

PEDRO ENRIQUE SORIA Director 600 W. HALLANDALE BCH. BLVD. # 6 600 W. HALLANDALE BCH. BLVD. # 6 HALLANDALE FL 33009

SIEGFRIED BECKER Director HALLANDALE FL 33009

ARTICLE VIII -INCORPORATOR THE NAME AND ADDRESS OF THE PERSON SIGNING THESE ARTICLES OF **INCORPORATION IS:**

> PEDRO ENRIQUE SORIA Director 600 W. HALLANDALE BEACH BLVD. # 6 **HALLANDALE FL 33009**

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBER HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS SEVENTH DAY OF JULY OF 1997.

PEDRO ENRIQUE SORIA

CERTIFICATE AND ACKNOWLEDGMENT OF REGISTERED AGENT OF

G.S.P. ENTERPRISES GROUP, INC.

PURSUANT TO FLORIDA STATUTES SECTIONS 48.091 AND 607.034, THE FOLLOWING IS SUBMITTED:

THE ABOVE CORPORATION, DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS REGISTERED OFFICE AS INDICATED IN THE ARTICLES OF INCORPORATION AT:

600 W. HALLANDALE BEACH BLVD. # 6 HALLANDALE FL 33009

LOCATED AT THE AFORESAID ADDRESS, AS ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGMENT

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 FLORIDA LAW IN KEEPING OPEN SAID OFFICE.

PEDRO ENRIQUE SORIA

97 JUL 15 PH 3: 53 SECRETARY OF STATE

HP97-6/439

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Will be filmed
When Received.