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LAZARUS CORPORATE INDUSTRIES, INC. Requestor's Name 890 S.W. 87 AVENUE, SUITE: 16 Address 700002238277--7 -07/15/97--01047--021 ******78.75 ******78.75 MIAMI, FLORIDA 33174 (305)552-5973 City/State/Zip Phone # LOCAL REPRESENTATIVE TALLAHASSEE Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): C.B. ENTERPRISES, INC.
(Corporation Name) (Document # (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Pick up time 2100 Certified Copy Certificate of Status Mail out Will wait Photocopy AMENDMENTS EW FLEINGS Profit Amendment Resignation of R.A., Officer/ Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal **Domestication** CHANGENCO TO HOISINIO Other Merger 97 JUL 15 ZHH: 28 OTHER FILINGS HÖÜÄTÜFÜÄTTÖK Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark

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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: C.B. ENTERPRISES, INC. Ref. Number: W97000016346

We have received your document for C.B. 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: 697A00036212

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97 JUL 17 PH 3: 00
61VISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

July 18, 1997

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

SUBJECT: VORTEX C.B. ENTERPRISES, INC.

Ref. Number: W97000016346

We have received your document for VORTEX C.B. 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):

THERE APPEARS TO BE SEVERAL TYPOS IN THE ADDRESSES LISTED. PLEASE VERIFY THAT THE ADDRESS GIVEN FOR THE PRESIDENT IS CORRECT. ALSO THERE ARE TWO ADDRESSES LISTED FOR THE REGISTERED AGENT, PLEASE DELETE THE INCORRECT ONE.

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: 097A00036652

97 JUL 21 PH 3: 69

CERTIFICATE OF INCORPORATION OF

VORTEX C.B. ENTERPRISES, INC.

We, the undersigned, hereby associate ourselves together for the purpouse off becoming a corporation under the laws of the State of Florida. Providing for the formation, rights, privileges, immunities and liabilities of Incorporation for profit.

ARTICLE I

The name of the corporation should be:

VORTEX C.B. ENTERPRISES, INC.

ARTICLE II

The corporation will engage in any activity or business permitted under the laws of the State of Florida and the United States of America.

ARTICLE III

The maximum number of shares which the corporation is authorize to issue and have outstanding at any one time is 100 shares of common stock, which shares shall be of no par value.

all stock is to be issued as fully paid and exempt from assessment.

ARTICLE IV

The pledge, sale, transfer or other disposition of the capital stock may be governed and restricted by the by-laws or written agreement among the stockholders which shall be on file in the office of the corporation.

ARTICLE V

The amount of capital with which its corporation may begin doing business shall be not less than five hundred dollars (\$500.00).

ARTICLE VI

The existence of the corporation is perpetual.

ARTI CLE VII

The initial post office address of the principal office of corporation in the State of Florida is: 2450 WILTON MANORS DR, WILTON MANORS, FL 33305.

The board of directors may from time to time move the principal office to any other address in the State of Florida. The registered address of the corporation is: 2450 WILTON MANORS DR, WILTON MANORS, FL 33305.

The registered agent at the address is: CARLO OSCAR BERTELLE.

ARTICLE VIII

The business of the corporation shall be managed by a board of directors consisting of no less than one nor more than five directors. A quorum for the holding of a meeting of the board of directors and for the transactions of any business which will be properly done by the directors on behalf of the corporation shall consist of majority of members thereof; but the directors, by unanimous consent in writing, included among the minutes of the corporation, may consent to the doing of any act and such consent in writting shall have the same force and effect as though the said act

had been done and authorized at a meeting at which a quorum had been present, or such duties may be delegated to an executive committee.

ARTICLE IX

The names and post office of the members of the first board of directors and the slate of corporate officers are as follows:

CARLO OSCAR BERTELLE 2450 WILTON MANORS DR
PRESIDENT WILTON MANORS, FL 33305

Stock of the corporation may be issued persuant to the provisions of section 1244 of the Internal Revenue Service code, so that the stockholders of the Corporation may receive the benefits provided thereunder.

In witness whereof, we have hereunto set our hands and seals, this 1st **DAY OF JULY OF 1997.**

CARLO OSCAR BERTELLO 2450 WILTON MANORS DR WILTON MANORS, FL 33305 CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Persuant to the provisions of the section 607.0501, Florida Statutes, the undersigned corporation, organized under the Laws of the State of Florida.

the name of the corporation is: VORTEX C.B. ENTERPRISES desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Miami, State of Florida named: CARLO OSCAR BERTELLE located at 2450 WILTON MANORS DR., WILTON MANORS, FL 33305.

as agent to accept process in State of Florida County of Dade.

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.

CARLO OSCAR BERTELLE
REGISTERED AGENT

JUL 21 PH 3: 40