

**9700074184**

LEZARIS CONFERENCE SERVICES, INC.

Registered Name

890 S.W. 87 AVENUE SUITE 100

Address

MIAMI, FLORIDA 33174 (305) 552-5973

City/State/Zip

Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

Office Use Only

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

1. INTERNATIONAL FOREIGN CORP.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #) 100002277461--5  
-08/26/97--01045--010  
\*\*\*\*122.50 \*\*\*\*122.50

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

EFFECTIVE DATE  
8-25-97

RECEIVED  
97 AUG 26 AM 10:55

Examiner's Initials

ARTICLES OF INCORPORATION  
OF  
International Foreign Corp.

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

97 AUG 26 PM 3:22

FILED

ARTICLE I - NAME

The name of this corporation is International Foreign Corp.

EFFECTIVE DATE  
8-25-97

ARTICLE II - DURATION

This corporation shall have perpetual existence unless dissolved according to law and it's existence shall commence on the date of execution and acknowledgement.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of one dollar ( \$ 1.00 ) par value common stock which shall be designated "common shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof, as nearly 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 principal address and the initial registered office of this corporation is: 348 SW 185 Way Pembroke Pines, Fl 33029 and the name of the initial registered agent of this corporation at that address is: Gabriel Carrasco.

ARTICLE VII-INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

NAME

ADDRESS

Gabriel Carrasco-Pres/V.P.  
Sect/Treas

348 SW 185 Way  
Pembroke Pines, Fl 33029

ARTICLE VIII- INCORPORATOR

The name and address of the person signing these Articles is:  
Gabriel Carrasco-348 SW 185 Way, Pembroke Pines, Fl 33029.

ARTICLE IX-SHAREHOLDERS' QUORUM AND VOTING

Seventy-five (75%) percent of the shareholders' entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of 75% of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.


ARTICLE X-SHAREHOLDERS MEETING REQUIRED

Any action of the shareholders of this corporation must be taken at a meeting of shareholders of this corporation duly called as provided by law.

ARTICLE XI-AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 25th day of August 1997.

  
Gabriel Carrasco  
Registered agent

STATE OF FLORIDA  
SS  
COUNTY OF DADE

BEFORE ME, a Notary Public authorized to take acknowledgment in the State and County set forth above, personally appeared Gabriel Carrasco known by me to be the person who executed the foregoing Articles of Incorporation, and acknowledges before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in State and County aforesaid, this 25th day of August 1997.

  
Notary public, State of Florida  
at Large


My commission expires:



JEANNETTE HEBRA  
MY COMMISSION # 00440487 EXPIRES  
March 20, 1999  
BONDED THRU TROY PAZI INSURANCE, INC.


REGISTERED AGENT

In Pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act: International Foreign Corp., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Pembroke Pines, County of Broward, State of Florida, has named Gabriel Carrasco located at 348 SW 185 Way Pembroke Pines, Florida 33029 as its agent to accept service of process within this state.

  
Gabriel Carrasco  
Registered Agent

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated Corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
Gabriel Carrasco  
Registered Agent

FILED  
97 AUG 26 PM 3:22  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

T H E F L A V O R S O F

G E O R G E  
M A R S H A L L  
O S B O R N E  
A N D A S S O C I A T E S



August 19, 1997

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 AUG 25 PM 3:41

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

400002276494--4  
-08/25/97--01139--011  
\*\*\*\*122.50 \*\*\*\*122.50

RE: International Finance & Trade Corp.

Dear Sir/Madam:

Enclosed for filing is an original and one copy of the Articles of Incorporation for  
INTERNATIONAL FINANCE & TRADE CORP.

Delivered herein is payment in the amount of \$122.50 for the filing of the Articles and  
Designation and return of a certified copy of the Articles to this office.

Also please note that the Articles provide for existence upon execution if permitted by  
law. Your best efforts to approve these Articles in time will be very much appreciated.

If there are any questions or problems, please do not hesitate to call my office.

Very truly yours,

George M. Osborne

GMO:tlf

G E O R G E M O S B O R N E  
( 0 1 3 ) 0 2 3 - 1 5 1 0  
433 FOURTH STREET NORTH  
ST. PETERSBURG, FL  
3 3 7 0 1 - 2 8 9 2

8-26-97  
WS

**ARTICLES OF INCORPORATION  
OF  
INTERNATIONAL TRADE & FINANCE CORP.**

**FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
91 AUG 25 PM 3:41**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I  
NAME**

The name of the corporation shall be INTERNATIONAL TRADE & FINANCE CORP.

**ARTICLE II  
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be 205 7<sup>th</sup> Avenue N., St. Petersburg, FL 33701. The principal office may be moved at any time to any place in the State of Florida.

**ARTICLE III  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 205 7<sup>th</sup> Avenue N., St. Petersburg, Florida, and the name of the initial registered agent is PLAMEN KOZAROV.

**ARTICLE IV  
DURATION**

This Corporation shall have perpetual existence, commencing no later than as of the date of acceptance and filing of these Articles by the Secretary of the State of Florida, and shall exist upon the date of the execution of these Articles if permitted by law.

## **ARTICLE V PURPOSE**

This Corporation is organized for the purpose of transacting any and all lawful business.

## **ARTICLE VI CAPITAL STOCK**

This Corporation is authorized to issue 1,000 shares of single class, no par value common stock.

## **ARTICLE VII PRE-EMPTIVE RIGHTS**

Every shareholder upon the sale for cash or exchange for property of any new stock of this Corporation, of whatever kind or class, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

## **ARTICLE VIII INDEMNIFICATION**

The Corporation shall indemnify any officer or shareholder acting in such capacity, or any former like-situated person, to the full extent permitted by law.

## **ARTICLE IX OPERATIONS AND CONTROL**

The business of this Corporation shall be initially managed by its shareholders in accordance with the By-Laws rather than by a board of directors. The By-Laws may, but need not, provide for the election or appointment of officers to act for the corporation under the direction of the shareholders. Unless officers should be elected or appointed, or it is otherwise required by the By-Laws, legal instruments may be executed by the shareholders managing the corporation, and one shareholder, if duly authorized in writing, may act for the corporation without the joinder of the other shareholder(s). Meetings may be conducted in person, by telephone, or both, and as provided for in the By-Laws.



**ARTICLE X  
BY-LAWS**

The initial By-Laws shall be adopted by the unanimous approval of all shareholders. The power to alter, amend or repeal the By-Laws or adopt new By-Laws is vested in the shareholders exercisable upon the unanimous consent of the blow named original subscriber. In case other persons or entities shall become shareholders, then any alteration, amendment or repeal of the by-Laws shall be in accordance with any written shareholders' agreements, or the By-Laws if no shareholders' agreement is controlling.

**ARTICLE XI  
INCORPORATORS - SUBSCRIBERS**

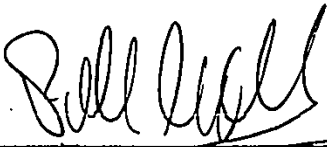
The name and post office address of the subscriber(s) to these Articles of Incorporation and the number of shares of stock subscribed by them is:

Plamen Kozarov - 205 7<sup>th</sup> Avenue N. - 10 Shares  
St. Petersburg, FL 33701

**ARTICLE XII  
AMENDMENTS**

These Articles of Incorporation may be amended as provided by law subject to the By-Laws and any agreements of the incorporator(s) and of the shareholder(s).

**IN WITNESS WHEREOF**, as incorporator and subscriber, the undersigned has executed these Articles of Incorporation this 18 day of August, 1997.

  
\_\_\_\_\_  
Plamen Kozarov

**CERTIFICATE OF DESIGNATION OF  
RESIGSTERED AGENT/REGISTERED OFFICE**

Pursuant to and in compliance with Sections 607.00501 or 617.0501, Florida Statutes, and the law otherwise in such cases made and provided, this is to certify:

That INTERNATIONAL TRADE & FINANCE CORP. desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation, at St. Petersburg, Pinellas County, Florida, has named PLAMEN KOZAROV, whose address is 205 7<sup>th</sup> Avenue N., St. Peterburg, 33701 as its agent to accept service of process within the State.

The undersigned, having been thus named to accept service of process for the above-stated corporation, at the place designated in this certificate, does hereby accept such appointment as Registered Agent and does hereby agree to act in this capacity, and hereby further agrees to comply with the provisions of all statutes relating to proper and complete performance of my duties.



Plamen Kozarov

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 AUG 25 PM 3:41