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FILED
97 SEP -3 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Office Use Only

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

1. KOOL TECHNOLOGY CORPORATION
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

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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

K. Rolfe SEP 3 1997

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CR2E031(1/95)

Examiner's Initials

ARTICLES OF INCORPORATION

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ARTICLE I -- NAME

The name of this corporation is:

KOOL TECHNOLOGY CORPORATION

With the principal place of business located at:

**8586 NW. 72 Street
Miami, Florida 33166**

ARTICLE II -- PURPOSE

This corporation shall have the perpetual existence and may engage in any and all lawful business under the laws of the **United States and the State of Florida.**

ARTICLE III -- CAPITAL STOCK

This corporation is authorized to issue 1000 shares of **One Dollar (\$1.00)** par value common stock.

ARTICLE IV -- PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new common stock of this corporation, shall have the right to purchase their pro rata share (as nearly as may be done without issuance or fractional shares) at the price at which it is offered to others.

ARTICLE V -- INITIAL REGISTERED OFFICE

The street address of the registered office of this corporation is:

**8586 NW. 72 Street
Miami, Florida 33166**

The name of the initial **Registered Agent** of this corporation is:

RENATO AUGUSTO LOPES.

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to others unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all the shareholders and this corporation.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officers or directors to the full extent permitted by law.

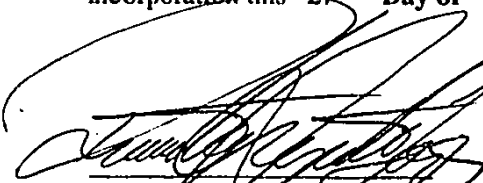
ARTICLE X -- MANAGEMENT OF CORPORATION SHAREHOLDERS

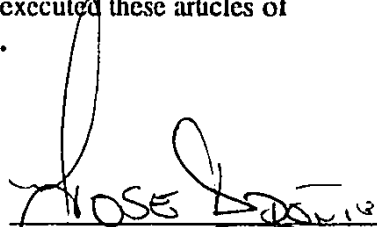
All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the director of, shareholders of this corporation.

ARTICLE XI - BY LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the **Board of Directors** and the **Shareholder**.

In witness whereof, the undersigned incorporator has executed these articles of incorporation this 27TH Day of AUGUST of 1997.


RENATO AUGUSTO LOPES
President


JOSE E. APONTE


OCTAVIO RENRIQUE PINTO


GRENZER DEBIEN

ARTICLE VI -- INITIAL BOARD OF DIRECTORS

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

RENATO LOPESPRESIDENT.

ARTICLE VII -- INCORPORATOR

The name and address of the person signing this article is:

RENATO LOPES
7908 NE. 66 St.
Miami, Fl. 33166

ARTICLE VIII -- RESTRICTIONS ON THE TRANSFER OF STOCKS

Shares of capital stock of this corporation shall be issued initially to the following persons in the amount set opposite their names:

RENATO LOPES	250 Shares
7908 NW. 66 St.	
Miami, Florida. 33166	
L120-720-66-404-0	
JOSE E. APONTE	250 Shares
4063 SW. 153 Place	
Miami, Florida 33185	
A153-425-72-260-0	
FRENZER DEBIEN	250 Shares
821 Jefferson Ave. #3	
Miami Beach, Florida 33139	
ID #: D150-240-59-188-0	
OCTAVIO RENRIQUE PINTO	250 Shares
7945 East Dr. #206	
North Bay Village, Florida 33141	
P530-648-59-264-0	

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

Pursuant to the provisions of section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

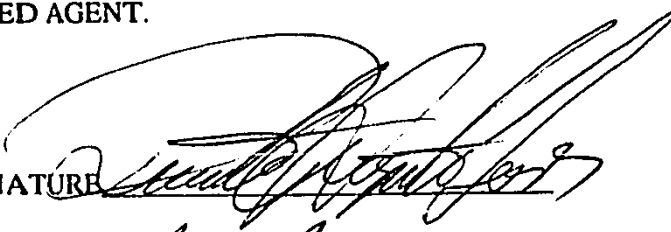
1. The name of the corporation is: **KOOL TECHNOLOGY CORPORATION**
2. The name and address of the registered agent and office is:

Name: RENATO LOPES
Address: 7908 NW. 66 St.
City/State: Miami, Fl. 33166

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.

SIGNATURE

DATE


08/27/97

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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