

P97000086714

Law Offices of
PAUL R. SASSO
28 West Flagler Street
Suite 505
Miami, Florida 33130
(305) 358-6654 Telephone
(305) 358-6652 Facsimile

February 6, 1997

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

000002312070--2
-10/06/97--01016--020
****122.50 ****122.50

Re: ANGELS PRODUCTIONS, INC.

Dear Sir or Madam:

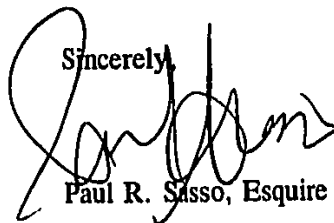
Enclosed is an original and one (1) copy of the Articles of Incorporation for the above referenced corporation, a domestic profit corporation, and a check in the amount of \$70.00 representing the payment of the following fees:

Filing Fees	35.00
Registered Agent	
Designation	35.00
Certification	52.50
	<hr/>
	\$ 122.50
	=====

If you have any questions, please contact the undersigned.

DWC
10-8-97

Sincerely,


Paul R. Sasso, Esquire

PRS/age
Enclosures

FILED
97 OCT -6 AM 8:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ANGELS PRODUCTIONS, INC.

FILED

97 OCT -6 AM 8:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned acting as an Incorporator of **ANGELS PRODUCTIONS, INC.**, under the Florida Business Corporations Act, adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation shall be **ANGELS PRODUCTIONS, INC.**

ARTICLE II - PURPOSE

The general nature of the business to be transacted by this corporation shall be to engage in any and all lawful business under the laws of the State of Florida.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be P.O. Box 558751, Miami, Florida 33155.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be Ten Thousand (10,000) shares of common stock having a par value of \$0.10 per share. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or

intangible, or in labor or services either actually performed for the corporation or in exchange for a written promise to perform services in the future, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE V - PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights to acquire the corporation's unissued shares upon the decision of the board of directors to issue them.

ARTICLE VI - COMMENCEMENT OF EXISTENCE

The existence of this corporation will commence with the filing of these Articles of Incorporation with the Secretary of the State of Florida.

ARTICLE VII - INITIAL RESIDENT AGENT AND ADDRESS

The street address of the initial registered office of the corporation is 28 West Flagler Street, Suite 505, Miami, Florida 33130, and the name of the initial registered agent of this corporation at that address is Paul R. Sasso, Esquire.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The corporation shall have One (1) director initially. The number of directors may be either increased or diminished from time to time as provided in the bylaws, but shall never be less than one. The name and street address of the initial member of the board of directors is:

**CRISTINA BARRERA
P.O. BOX 558751
Miami, Florida 33155**

ARTICLE IX - AMENDMENTS

The corporation reserves the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

ARTICLE X - INCORPORATOR(S)

The name and street address of the incorporator is:

**CRISTINA BARRERA
P.O. BOX 558751
Miami, Florida 33155**

ARTICLE XI - BYLAWS

The corporation's board of directors is specifically authorized from time to time to adopt bylaws, not inconsistent herewith or with shareholder agreements, restraining the alienation of shares of stock of this corporation and providing for the purchase or redemption by the corporation of its shares of stock.

ARTICLE XII - MEETINGS

Any action required or permitted by law to be taken at an annual or special meeting of shareholders may be taken without a meeting, without prior notice, and without a vote, if the action is taken by the holders of outstanding stock of each voting group entitled to vote thereon having not less than the minimum number of votes with respect to each voting group that would be necessary to authorize or take such action at a meeting at which all voting groups and shares entitled to vote thereon were present and voted. Prompt notice of the taking of the corporate action without a meeting by less than unanimous written consent shall be given to shareholders who have not consented in writing or who are not entitled to vote on the action. Any action required or permitted by law to be taken at a board of directors' meeting or committee meeting may be taken without a meeting if the action is taken and consented to in writing by all the members of the board or committee.

ARTICLE XIII - INDEMNIFICATION

This corporation shall indemnify every person who is or was threatened to be made a party to any action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he or she is or was a director or officer of this corporation against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement, actually and reasonably incurred by him or her in connection with such action, suit or proceeding, (except in cases involving gross negligence or willful misconduct in the performance of his or

her duties), to the full extent permitted by applicable law. Such indemnification may, in the discretion of the board of directors, include advances of his or her expenses in advance of final disposition subject to the provisions of applicable law. The right of indemnification herein provided shall not be exclusive or other rights to which any person may now or hereafter be entitled as a matter of law.

IN WITNESS WHEREOF, the undersigned Incorporator, has executed these Articles of Incorporation this ^{1st} ~~30th~~ day of ^{Oct.} ~~September~~, 1997.

Cristina Barrera
CRISTINA BARRERA

STATE OF FLORIDA)
 ss:
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Cristina Barrera, known to me or who produced a Florida Driver's License as a form of identification, who executed the foregoing Articles of Incorporation and acknowledged before me that she executed these Articles of Incorporation and that the contents therein are known to be true to the best of her knowledge and belief.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this ^{1st} ~~30th~~ day of ^{Oct.} ~~September~~, 1997.

Arianne Cross
NOTARY PUBLIC, State of Florida at Large



PRINT NAME

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

FILED

97 OCT -6 AM 8:02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, 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: **ANGELS PRODUCTIONS, INC.**
2. The name and address of the registered agent and office is:

PAUL R. SASSO, ESQUIRE
28 West Flagler Street
Suite 505 - Courthouse Plaza
Miami, Florida 33130

SIGNATURE

Cristina Bassera

TITLE

President

DATE

10/1/97

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

[Signature]

DATE

10/1/97

P97000086715

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

FILED
97 OCT -7 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office Use Only

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

1. JOAN INC.

(Corporation Name)

EFFECTIVE DATE
10-1-97

400002314004--5

-10/07/97--01044--028

*****78.75 *****78.75

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

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

97 OCT -7 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K. Rolfe OCT -7

Examiner's Initials

ARTICLES OF INCORPORATION

The Undersigned, acting as incorporator of a corporation, under the Florida General Corporation Act., adopts the following Articles of incorporation for such Corporation.

EFFECTIVE DATE
10-1-97

ARTICLE I

The name of the Corporation is JOAN INC.

ARTICLE II

The date of commencement of corporate existence is the 1 day of OCTOBER 19 97, and the period of its duration is----- perpetual.

ARTICLE III

The purpose of the Corporation is to engage in any activities or business permitted under the laws of the United States and the---- State of Florida.

ARTICLE IV

The Corporation shall have the authority to issue 100 shares, all in one class \$ 1.00 value.

ARTICLE V

The Address of its Registered Office is 13542 S.W. 64TH LANE MIAMI, FL. 33183, This is the Principal Office of the Corporation, and the name of its initial Registered Agent (s) (is) are) PATRICIA GARZON

ARTICLE VI

The number of Director (s) constituting its initial Board of----- Directors (is) (are) ONE (which) (whose) name (s) (is) (are)--- PATRICIA GARZON

ARTICLE VII

The name and address of the incorporator (s) (is) (are)-----
PRESIDENT PATRICIA GARZON 13542 S.W. 64TH LANE MIAMI, FL. 33183

ARTICLE IX

Preemptive Rights shall be as follows: subject to the restrictions of the Florida General Corporation Act., the holders of the common stock of this corporation shall have preemptive rights to purchase at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of the corporation as may be issued for money or any property, or services from----- time to time, in addition to that stock authorized (and issued) by the Corporation.

The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the----- Holder to all shares of common stock currently authorized and issued

DATED THIS 6 day of OCTOBER 19 97

X PATRICIA GARZON

X _____

X _____

X _____

X _____

X _____

X _____

X _____

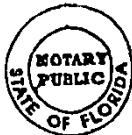
FILED
97 OCT -7 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA } S.S.
COUNTY OF DADE }

BEFORE ME, The Undersigned authority, personally appeared-----
PATRICIA GARZON

Who (is) Whose (are) to me well (known) to be the Person (s)-----
described in and (who) (whose) to the above Articles of-----
Incorporation, and (he) (they) (she) did freely and voluntarily
acknowledged before me according or according us to law that-----
(he) (they) (she) made and subscribed the same for the uses and---
purposes therein mentioned and set forth.

IN WITNESS WHEREOF (I) (We) have hereunto set (my) (our) and (a)
and (my) (our) official seal, at Miami Dade, County Florida this--
6 day of OCTOBER 19 97



ANA M. CONDIS
My Comm Exp. 9/11/98
Bonded By Service Ins
No. CC406340

(I) Personally Known

(X) Other I.D.

NOTARY PUBLIC

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE: NAMING AGENT UPON PROCESS
MAY BE SERVED: In pursuance of Chapter 48.091 Florida Statutes,
the following is submitted in compliance with said Act.

First JOAN INC.

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 MIAMI County of Dade, State of
Florida, has named PATRICIA GARZON, located at-----
13542 S.W. 64TH LANE MIAMI, FL. 33183

as its Agent to accept. services of process within this State
ACKNOWLEDGEMENT: Having been named to accept. services of process
for the above State Corporation, at place designated in this-----
Certificate: (I) (We) hereby accept. to act. in this capacity-----
and agreed to comply with the provisions of said Act., relative to
keeping open said Office.

x

RESIDENT AGENT
PATRICIA GARZON

FILED
97 OCT -7 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA