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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 22 PM 3:21
 TALLAHASSEE, FLORIDA

Office Use Only

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

1. MICHELL HOLDINGS, INC.
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #) 600002326866--1
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 (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

RECEIVED
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 DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
MICHELL HOLDINGS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned acting as subscribers of a Corporation under the Florida Corporation Law, adopt the following Articles of Incorporation for such Corporation.

ARTICLE I

The name of the Corporation is:

MICHELL HOLDINGS, INC.

ARTICLE II

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

ARTICLE III

The aggregate number of shares that the Corporation shall have the authority to issue is SEVEN THOUSAND (7,000) shares of Capital Stock, all of one class, with a par value of One Dollar (\$1.00) per share.

ARTICLE IV

The period of duration of the Corporation is perpetual.

ARTICLE V

The amount of capital with which the Corporation shall begin business is not less than SIX HUNDRED DOLLARS (\$600.00).

ARTICLE VI

The Principal address of the initial Registered Office of the Corporation is: 4160 West 16th Avenue, Suite 402, Hialeah, Florida 33012 and the name of its initial Registered Agent at such address is:

JUAN E. VALDES

ARTICLE VII

The number of directors constituting the initial Board of Directors of the Corporation are two.

ROSA BECERRILL	3850 S.W. 8th Street Miami, Florida 33174
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LUIS RODRIGUEZ	3850 S.W. 8th Street Miami, Florida 33174
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ARTICLE VIII

The name and address of the initial subscriber is:

JUAN E. VALDES	4160 West 16th Ave., Suite 402 Hialeah, Florida 33012
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ARTICLE IX

The following named person shall be the officers of this Corporation for the first year of its existence or until their successors are elected and have qualified:

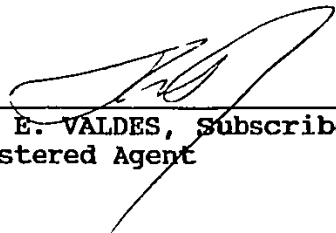
ROSA BECERRILL	President
LUIS RODRIGUEZ	Secretary and Treasurer

ARTICLE X

Shareholders shall not be entitled to preemptive rights.

IN WITNESS WHEREOF, we the undersigned, have made, subscribed and acknowledged this Article of Incorporation, this 20th day of October, 1997.

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.


JUAN E. VALDES, Subscriber and
Registered Agent

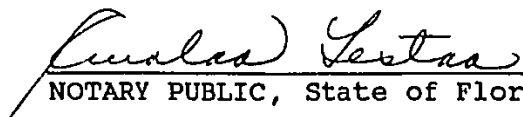
STATE OF FLORIDA

COUNTY OF DADE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and County aforesaid to take acknowledgments, personally appeared JUAN E. VALDES, to me known to be the person(s) described in or who (have)(has) produced N/A as identification and who executed the foregoing document and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State aforesaid this 20th day of October, 1997.

My commission expires:


NOTARY PUBLIC, State of Florida

