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97 NOV -5 PM 1:47
3800 UNIVERSITY BLVD
TALLAHASSEE, FL 32310

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. ON & OFF PREMISES CIGAR CO., INC.
(Corporation Name) (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

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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

NOV 11 1997

**ARTICLES OF INCORPORATION
OF
ON & OFF PREMISES CIGAR CO., INC.**

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TALLAHASSEE
FLORIDA

The undersigned, in order to form a corporation for the purposes hereinafter stated, by and under the provisions of the Statutes of the State of Florida, does hereby subscribe to these Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation is:

ON & OFF PREMISES CIGAR CO., INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is organized for the following purposes:

- a. Of transacting any and all business permitted under the laws of the United States and under the laws of the State of Florida.
- b. To purchase, sell, lease, operate, own, hold, transfer, convey, mortgage, or otherwise encumber, trade, exchange and generally deal in real estate and personal property of every kind, nature and description wheresoever located, both tangible and intangible and including cases in action, either as owner, broker, agent or factor.
- c. In the purchase or acquisition of property, business rights or franchise, or for additional working capital, or for any other objective in or about its business affairs and without limit as to amount; to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, evidence of indebtedness, whether secured by mortgage, pledge, deed of trust or otherwise. The corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.
- d. To engage in any and all lawful activity and to institute, participate in and promote commercial, mercantile, financial and industrial enterprises and operations, and for the purpose of transacting any or all lawful business.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock at \$1.00 par value.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase its prorata share at the price at which it is offered to others.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal registered office of this corporation is: 330 Menores, Coral Gables, FL 33134, the name of the registered agent of this corporation at that address is: MARIO PI, at. 330 Menores, Coral Gables, FL 33134.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have TWO director(s) initially. The number of director(s) may be either increased or decreased by the By-Laws adopted by the shareholders but never be less than one. The name(s) and address(es) of the initial director(s) of this corporation is/are:

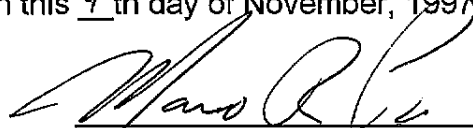
<u>NAME</u>	<u>ADDRESS</u>
Mario Pi, Pres/Treas.	330 Menores Coral Gables, FL 33134
Scott Medina, V.P./Secretary	330 Menores Coral Gables, FL 33134

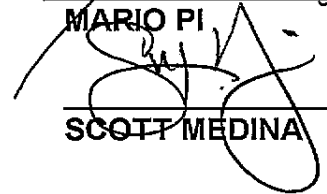
ARTICLE VIII. INCORPORATION

The name(s) and address(es) of the incorporator(s) is/are:

<u>NAME</u>	<u>ADDRESS</u>
Mario Pi, Pres/Treas.	330 Menores Coral Gables, FL 33134
Scott Medina, V.P./Secretary	330 Menores Coral Gables, FL 33134

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these articles of incorporation on this 4th day of November, 1997.



MARIO PI


SCOTT MEDINA

STATE OF FLORIDA)
 :SS
COUNTY OF DADE)

BEFORE ME the undersigned authority personally appeared **MARIO PI** and **SCOTT MEDINA**, known to me to be the persons who executed these Articles of Incorporation for **ON & OFF PREMISES CIGAR CO., INC.**, and have acknowledged before me that they have executed the same for the purposes expressed herein.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal at Miami, Dade County, Florida, this ___ day of November, 1997.

NOTARY PUBLIC

My commission expires:

ACCEPTANCE OF DUTIES OF REGISTERED AGENT

Having been named to accept service of process for the **ON & OFF PREMISES CIGAR CO., INC.**, at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATE: November 4, 1997



MARIO PI
Registered Agent

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97 NOV -5 PM 1:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA