

# P97000102227

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATION  
97 DEC -4 AM 11:26

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

1. U.S.A. GRANDMART FURNITURE CLEARANCE  
(Corporation Name) (Document #)

2. CENTER INC.  
(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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-12/04/97--01037--023  
\*\*\*\*122.50 \*\*\*\*122.50

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  
97 DEC -4 AM 11:03  
DIVISION OF CORPORATION

**CERTIFICATE OF INCORPORATION**  
**OF**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 DEC -4 AM 11:27

**U.S.A. GRANDMART FURNITURE CLEARANCE CENTER INC.**

We, the undersigned, do hereby associate ourselves together and subscribe this Certificate of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, and subject to the following provisions:

**ARTICLE ONE**

The name of the corporation shall be U.S.A. GRANDMART FURNITURE CLEARANCE CENTER INC.

**ARTICLE TWO**

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE THREE**

The maximum number of shares of stock which the corporation shall have outstanding at any time, shall be 1000 shares of stock which shall be common stock of \$1.00 par value per share. All or any part of the capital stock may be paid for either in lawful monies of the United States of America, or in services, at a true valuation thereof.

**ARTICLE FOUR**

This Corporation shall begin business with a minimum capital of the amount of Five Hundred (\$500.00) dollars.

**ARTICLE FIVE**

This Corporation shall have perpetual existence.

## **ARTICLE SIX**

Initially the principal office of the corporation shall be located at 4850 N.W. 167th Street, Miami, Florida, 33014; other offices for the transaction of business may be located wherever the Directors may deem necessary or expedient.

## **ARTICLE SEVEN**

The business of the corporation shall be managed by a Board of Directors, who need not be stockholders of the corporation. Originally there will be two directors. The number of Directors, not less than one, shall be fixed by resolution of the stockholders at any regular or special meeting, subject to the manner of holding such meetings prescribed by the by-laws.

## **ARTICLE EIGHT**

The names and post office addresses of the members of the First Board of Directors and officers who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified are as follows:

### **Board of Directors**

Lazaro Sinesio Rodriguez  
9485 Sunset Drive, Suite A-204  
Miami, Florida, 33173

Martina Gonzalez  
9485 Sunset Drive, Suite A-204  
Miami, Florida, 33173

Lazaro Rodriguez  
9485 Sunset Drive, Suite A-204  
Miami, Florida, 33173

### **Officers**

President/Secretary  
Treasurer

Lazaro Sinesio Rodriguez  
Martina Gonzalez

#### **ARTICLE NINE**

The names and post office addresses of each of the subscribers to this Certificate of Incorporation are as follows:      Lazaro Sinesio Rodriguez  
9485 Sunset Drive, Suite A-204  
Miami, Florida, 33173

#### **ARTICLE TEN**

This corporation shall have full power to carry on and transact each or all of the businesses enumerated in Article Two of this Certificate, and shall have all the general and additional powers now and hereafter conferred upon it by law.

#### **ARTICLE ELEVEN**

This corporation shall have the power to issue the whole or any part, determined by the Board of Directors, of the shares of the capital stock as partly paid, subject to calls thereon until the whole thereof shall have been paid.

#### **ARTICLE TWELVE**

Upon election of a Board of Directors by the stockholders such Board of Directors shall manage the business affairs of this corporation without the necessity of further authority from the stockholders, except as by law or in this certificate otherwise provided by the by-laws of the Board of Directors. All holders of common stock of this corporation shall be entitled to vote the same in the manner provided by law whether said stock shall be fully or partially paid unless otherwise determined by the Board of Directors at or before the time of issuance thereof.

#### **ARTICLE THIRTEEN**

This corporation shall designate Carlos L. Fernandez located at 9485 Sunset Drive, Suite A-204, Miami, Florida, 33173 as its duly authorized registered agent to be in charge of the Corporate Registered Office as required by State Law.

IN WITNESS WHEREOF, the undersigned incorporators have hereunto set their hands and affixed their seals on this 20 day of November, 1997.

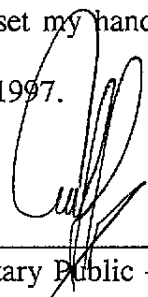
  
\_\_\_\_\_  
Lazaro Sinesio Rodriguez

STATE OF FLORIDA )

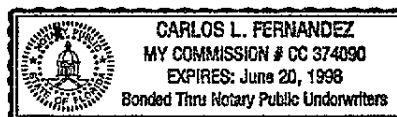
COUNTY OF DADE )

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared Lazaro Sinesio Rodriguez, who executed the foregoing Certificate of Incorporation, freely and voluntarily for the purposes therein expressed, under oath and produced a \_\_\_\_\_ as identification and/or is known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Dade County, Florida this 20th day of November, 1997.

  
\_\_\_\_\_  
Notary Public - State of Florida at Large

My Commission Expires:



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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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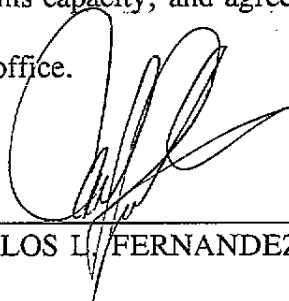
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN STATE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 49.091, Florida Statutes, the following is submitted, in compliance with said act:

FIRST, that U.S.A. GRANDMART FURNITURE CLEARANCE CENTER 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 CARLOS L. FERNANDEZ, Esq. whose offices at 9485 Sunset Driver, Suite A204, Miami, Florida 33173 as its agent to accept service of process within this state.

**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.



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CARLOS L. FERNANDEZ