

5. **P9800000290**

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
 98 JAN -2 PM 3:51
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Office Use Only

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

1. LITTLE HAVANA CIGAR FACTORY 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

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

200002388212
 -01/02/98--01025--031
 ***122.50 ***122.50

Examiner's Initials	
---------------------	--

FILED
98 JAN -2 PM 3:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
LITTLE HAVANA CIGAR FACTORY INC.

THE UNDERSIGNED SUBSCRIBERS TO THESE ARTICLES, EACH A NATURAL PERSON COMPETENT TO CONTRACT, HEREBY ASSOCIATE TO FORM A CORPORATION UNDER THE LAWS OF THE STATES OF FLORIDA.

ARTICLE I - NAME
THE NAME OF THIS CORPORATION IS: LITTLE HAVANA CIGAR FACTORY INC.

ARTICLE II - NATURE OF BUSINESS
TO MANUFACTURE, PURCHASE, OR OTHERWISE ACQUIRE, TO OWN, MORTGAGE, PLEDGE, SELL, ASSIGN, TRANSFER, OR OTHERWISE DISPOSE OF, TO INVEST IN, TRADE IN, DEAL, IN AND WITH GOODS, WARES, MERCHANDISE, REAL AND PERSONAL PROPERTY, AND SERVICES OF EVERY CLASS, KIND AND DESCRIPTION WHEN PROPERLY LICENSED AND AUTHORIZED BY THE STATE TO OPERATE IN THOSE ACTIVITIES IN WHICH SUCH LICENSING AND AUTHORIZATION IS MANDATORY.
TO CONDUCT BUSINESS IN, HAVE ONE OR MORE OFFICES IN, AND BUY HOLD, MORTGAGE, SELL, CONVEY, LEASE, OR OTHERWISE DISPOSE OF REAL AND PERSONAL PROPERTY, INCLUDING FRANCHISES, PATENTS, COPYRIGHTS, TRADEMARKS AND LICENSES, IN THE STATE OF FLORIDA AND IN ALL OTHER STATES AND COUNTRIES.
TO CONTRACT DEBTS AND BORROW MONEY, ISSUE AND SELL OR PLEDGE BONDS DEBENTURES, NOTES AND OTHER EVIDENCES OF INDEBTNESS, AND TO EXECUTE SUCH MORTGAGES, TRANSFERS OF CORPORATE PROPERTY, OR OTHER INSTRUMENTS, TO SECURE THE PAYMENT OF CORPORATE INDEBTNESS AS REQUIRED.
TO PURCHASE THE CORPORATE ASSETS OF ANY OTHER CORPORATION AND ENGAGE IN THE SAME OR OTHER CHARACTER OF BUSINESS.
TO GUARANTEE, ENDORSE, PURCHASE, HOLD, SELL, TRANSFER, MORTGAGE, PLEDGE, OR OTHERWISE ACQUIRE OR DISPOSE OF THE SHARES OF CAPITAL STOCK OF, OR ANY BONDS, SECURITIES, OR OTHER EVIDENCES OF INDEBTNESS CREATED BY ANY OTHER CORPORATION OF THE STATE OF FLORIDA OR ANY OTHER STATE, GOVERNMENT OR COUNTRY, AND WHILE OWNER OF SUCH STOCK TO EXERCISE ALL RIGHTS, POWERS AND PRIVILEGES OF OWNERSHIP, INCLUDING THE RIGHT TO VOTE SUCH STOCK.

ARTICLE III- CAPITAL STOCK
THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME IS: ONE HUNDRED SHARES OF COMMON STOCK WITH A PAR VALUE OF \$ 1.00 EACH.

ARTICLE IV- INITIAL CAPITAL
THIS CORPORATION WILL BEGIN BUSINESS WITH 100 SHARES OF CAPITAL.

ARTICLE V- TERM OF EXISTENCE
THIS CORPORATION IS TO EXIST PERPETUALLY.

ARTICLE VI- ADDRESS
THE INITIAL POST OFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IN THE STATE OF FLORIDA IS:

1942 S.W. 8th STREET

MIAMI, FLORIDA, 33135

THE BOARD OF DIRECTORS MAY FROM TIME TO TIME MOVE THE PRINCIPAL OFFICE TO ANY OTHER ADDRESS IN THE STATE OF FLORIDA.

ARTICLE VII - DIRECTORS

THIS CORPORATION SHALL HAVE NO MORE THAN SIX (6) DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME, BY THE BY-LAWS ADOPTED BY THE STOCKHOLDERS.

ARTICLE VIII - INITIAL DIRECTORS

THE NAMES AND POST OFFICE ADDRESSES OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS ARE:

NAME	ADDRESS
ELFRE MACKENZIE	1942 S.W. 8th ST. MIAMI, FL. 33135

ARTICLES IX - SUBSCRIBERS

THE NAME AND POST OFFICE ADDRESS OF EACH SUBSCRIBER OF THESE ARTICLES OF INCORPORATION, THE NUMBER OF SHARES OF STOCK EACH AGREES TO TAKE AND THE VALUE OF THE CONSIDERATION THEREOF IS:

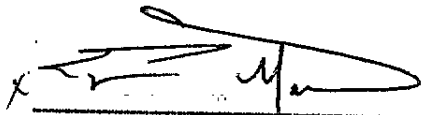
NAME: ELFRE MACKENZIE
ADDRESS 1942 S.W. 8th ST. MIAMI, FL. 33135
SHARES: 100
CONSIDERATION: \$100.00

NAME:
ADDRESS:
SHARES:
CONSIDERATION: \$

NAME;
ADDRESS;
SHARES;
CONSIDERATION: \$

ARTICLE X - AMENDMENTS

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY THEM TO THE STOCKHOLDERS, AND APPROVED AT A STOCKHOLDERS' MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON, UNLESS ALL THE DIRECTORS AND ALL STOCKHOLDERS SIGN A WRITTEN STATEMENT MANIFESTING THEIR INTENTION THAT A CERTAIN AMENDMENT OF THESE ARTICLES OF INCORPORATION BE MADE.



ELFRE MACKENZIE

DATE
12/31/97

DATE

DATE


STATE OF FLORIDA

COUNTY OF DADE

I HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, A NOTARY PUBLIC DULY AUTHORIZED IN THE STATE AND COUNTY NAMED ABOVE TO TAKE ACKNOWLEDGEMENTS, PERSONALLY APPEARED **ELFRE MACKENZIE...**

TO ME KNOWN TO BE THE PERSONS DESCRIBED AS SUBSCRIBERS AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND ACKNOWLEDGED BEFORE ME THAT THEY SUBSCRIBED THOSE ARTICLES OF INCORPORATION.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE ABOVE THIS
12 DAY OF DEC. 1997



NOTARY PUBLIC

MY COMMISSION EXPIRES:



LUIS GARCIA
My Comm Exp. 3/08/99
Bonded By Service Ins
No. CC441475
 Personally Known Other I.D.

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

In pursuance of Chapter 48.091, Florida Statute, the following is submitted, in compliance with said Act:

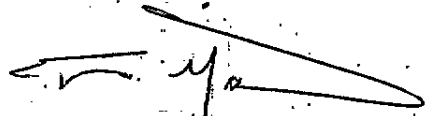
Desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of MIAMI, DADE COUNTY, STATE OF FLORIDA, has named

ELFRE MACKENZIE
1942 S.W. 8th STREET
MIAMI, FL. 33135

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 provisions of said Act relative to keeping open said office.


RESIDENT AGENT **ELFRE MACKENZIE**

FILED
98 JAN -2 PM 3:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA