

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE, INC.  
(Requestor's Name)

3320 S.W. 87th AVENUE  
(Address)

MIAMI, FLORIDA (305)552-5973  
(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

OFFICE USE ONLY

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

1. L. & W. EDITORIAL, 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

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-11/19/99--01060--010  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Examiner's Initials

**FILED**  
 99 NOV 19 PM 1:00  
 SECRETARY OF STATE  
 TALLAHASSEE FLORIDA

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CERTIFICATE OF INCORPORATION

OF

L. & W. EDITORIAL, INC

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i (We) the undersigned. do to 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

L. & W. EDITORIAL, INC.

\*\*\*\*\*ARTICLE TWO\*\*\*\*\*

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

\*\*\*\*\*ARTICLE THREE\*\*\*\*\*

The maximun number of shares of stock wich the corporation shall have outstanding at any time. Shall be Five Hundred (500) of stocks wich shall be common stock

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 value thereof

\*\*\*\*\*ARTICLE FOUR\*\*\*\*\*

This corporation shall begin business with a minimum capital of the amount of Five Hundred (500) Dollars,

\*\*\*\*\*ARTICLE FIVE\*\*\*\*\*

This corporation shall have perpetual existence.

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\*\*\*\*\*ARTICLE SIX\*\*\*\*\*

The principal office of the corporation shall be located at:

10101 W Okeechobee Rd, Number 19101, Hialeah, FL 33016

Other office 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.

The number of Directors, not less than one, shall fixed by resolution

of the stockholders at any regular or special meeting, subject to the

manner of holding such meeting prescribed by-laws.

\*\*\*\*\*ARTICLE EIGHT\*\*\*\*\*

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

BOARD OF DIRECTORS	NAME	ADDRESS
President	Fidel Cabrera	10101 West 10101
		OKEECHOBEE RD.
		HIALEAH, FL 33016

\*\*\*\*\*ARTICLE NINE\*\*\*\*\*

The name and post office addresses of each of the subscribers to this Certificate of Incorporation and the number of shares of stock which subscriber agree to take, are as follows:

SUBSCRIBER

Fidel Cabrera  
500 shares

\*\*\*\*\*ARTICLE TEN\*\*\*\*\*

THIS CORPORATION SHALL HAVE FULL POWER TO CARRY ON AND TRANSACT EACH OF ALL OF THE BUSINESSES ENUMERATED IN ARTICLE TWO OF THE CERTIFICATE, AND SHALL HAVE ALL THE GENERAL AND ADDITIONAL POWERS NOW AND HEREAFTER CONFERRED UPON BY LAW.

\*\*\*\*\*ARTICLE ELEVEN\*\*\*\*\*

THIS CORPORATION SHALL HAVE THE POWER TO ISSUED THE WHOLE OR ANY PART DETERMINED BY THE BOARD OF DIRECTORS. OF THE SHARES OF THE CAPITAL STOCKS AS PARTLY PAID, SUBJECT TO CALLS THEREON UNTIL THE WHOLE THEREOF SHALL BEEN PAID.

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## \*\*\*\*\*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 neccessity of further authority from the stockholders, except as by law on this certificate otherwise any action of such Board of Directors may be rescinded, or any officer or director removed from office, only upon a vote of stockholders holding a majority of the stock of the corporation which may at such time be actually issued unless 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 be fully or partially paid unless otherwise determined by the Board of Directors at or before the time of issuance thereof

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\*\*\*\*\*ARTICLE THIRTEEN\*\*\*\*\*

The corporation does hereby designate to the following address  
as its principal office:

The corporation does hereby designate:

FIDEL CABRERA

At its registered agent



AS ITS RESIDENT AGENT

**FILED**  
99 NOV 19 PM 1:00  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA