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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

Office Use Only

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NOV 13 PM 1:59  
STATE  
TALLAHASSEE

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

OPA-1. LOCKA ARABIAN NIGHTS FOUNDATION 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 type="checkbox"/>	Profit
<input checked="" 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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DIVISION OF CORPORATIONS

Per Janet OK to  
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11/13/97

ARTICLES OF INCORPORATION OF  
OPA-LOCKA ARABIAN NIGHTS FOUNDATION INC.

A FLORIDA NONPROFIT CORPORATION

ARTICLE ONE - NAME

The name of this corporation is OPA-LOCKA ARABIAN NIGHTS  
FOUNDATION INC.

ARTICLE TWO - STATEMENT OF  
CORPORATE NATURE

This is a nonprofit corporation organized solely for general  
charitable purposes pursuant to the Florida Corporations Not for  
Profit Law set forth in Part 1 of Chapter 617 of the Florida  
Statutes.

ARTICLE THREE - GENERAL AND  
SPECIFIC PURPOSES

A. The specific and primary purposes for which this  
corporation is formed are:

1. Manage and organize fund raising for Arabian Nights  
Festival.

2. Manage Cultural activities for the city of Opa Locka.

B. The general purposes for which this corporation is formed  
are to operate exclusively for such cultural and charitable  
purposes as will qualify it as an exempt organization within the  
meaning of section 501(c)(3) of the Internal Revenue Code of 1954  
or the corresponding provision of any future United States Internal  
Revenue law. Notwithstanding any other provision of these  
articles, this organization shall not carry on any other activities  
not permitted to be carried on by an organization exempt from

Abe A. Bailey, Esquire  
ABE A. BAILEY, P.A.,  
NATIONSBANK BUILDING  
18350 N.W. 2nd Avenue, 5th Floor  
Miami, Florida 33169  
Phone No. (305) 653-8860

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Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.

C. This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

#### **ARTICLE FOUR - TERM**

This corporation shall have a perpetual existence.

#### **ARTICLE FIVE - MEMBERSHIP**

The corporation shall have a membership distinct from the board of trustees. The authorized number and qualification of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members and their liability for dues and assessments and the method of collection thereof, shall be set forth in the bylaws.

#### **ARTICLE SIX - SUBSCRIBERS**

The name and residence address of the subscriber of the corporation is as follows: Ronald Thompkins, CPA., 500 N.W. 165th Street Road, Suite 205, Miami, Florida 33169-6304.

#### **ARTICLE SEVEN - LOCATION OF PRINCIPAL OFFICE AND IDENTIFICATION OF REGISTERED AGENT**

A. The county in the State of Florida where the principal office for the transaction of the business of this corporation is

to be located in the County of Dade, 500 N.W. 165th Street Road, Suite 205, Miami, Florida 33169.

B. The name and address of this corporation's registered agent is: Ronald Thompkins, CPA  
500 N.W. 165th Street Road  
Suite 205  
Miami, Florida 33169

**ARTICLE EIGHT - MANAGEMENT  
OF CORPORATE AFFAIRS**

A. Board of Trustees. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of trustees. The number of trustees of the corporation shall be provided, however, that such number may be changed by a bylaw fully adopted by the members.

The Trustees named herein as the first board of trustees shall hold office until the first meeting of members, to be held on Nov. 12 at 7 O'clock a.m. at 500 N.W. 165th Street Road, Suite 205, Miami, Florida 33169-6303 at which time an election of trustees shall be held, as stated in the by-laws.

Trustees elected at the first annual meeting, and at all times thereafter, shall serve for a term of one year until the annual meeting of members following the election of trustees and until the qualification of the successors in the office. Annual meetings shall be held at 7 O'clock a.m., on the 12<sup>th</sup> of Nov. of each year at the principal office of the corporation, or at such other place or places as the board of trustees may designate from time to time by resolution.

Any action required or permitted to be taken by the board of

trustees under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect if taken by unanimous vote of the trustees. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the board of trustees without a meeting and that the articles of incorporation and bylaws of this corporation authorize the trustees to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such first members of the board of trustees are as follows:

Frederica S. Wilson  
Joseph Arriola  
Ronald Thompkins

B. Corporate Officers: The board of trustees shall elect the following officers: President, Vice-President, Treasurer, Secretary and such other officers as the bylaws of this corporation may authorize the trustees to elect from time to time initially, such officers could be elected at the first annual meeting of the board of trustees. Until such election is held, the following persons shall serve as corporate officers:

President	Frederica S. Wilson
Vice-President	Joseph Arriola
Secretary/Treasurer	Ronald Thompkins

#### **ARTICLE NINE- BYLAWS**

Subject to the limitations contained in the bylaws, and any limitations set forth in the Corporations Not For Profit law of Florida, concerning corporation action that must be authorized or approved by the members of the corporation, bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of trustees or by following the procedure set forth therefor in the bylaws.

#### **ARTICLE TEN - DEDICATION OF ASSETS**

The property of this corporation is irrevocably dedicated to cultural and charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

#### **ARTICLE ELEVEN - DISTRIBUTION OF ASSETS**

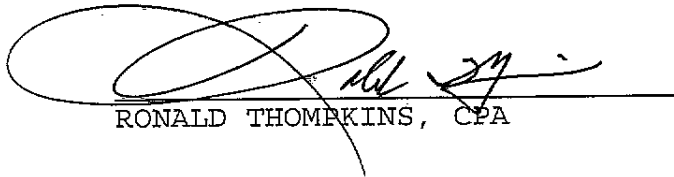
Upon the dissolution of winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for educational and charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

#### **ARTICLE TWELVE - AMENDMENT OF ARTICLES**

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of trustees and presented to

a quorum of members for their vote. Amendments may be adopted by the vote of 51% of a quorum of members of the corporation.

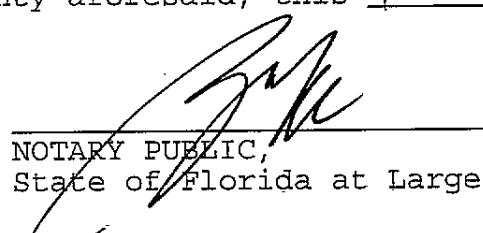
I, the undersigned, being the incorporator of this corporation, and including all the persons herein named as the subscribed of this corporation, for the purpose of forming this nonprofit corporation under the Laws of Florida have executed these Articles of Incorporation on November 12,, 1997.

  
RONALD THOMPkins, CPA

STATE OF FLORIDA )  
COUNTY OF DADE )

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County above set forth, personally appeared Ronald Thompkins who is personally known or who presented Driver's License as identification and who executed the foregoing Articles of Incorporation, and he acknowledge before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I unto hereunto set my hand and affixed my official seal in the State and County aforesaid, this 12<sup>th</sup> day of November, 1997.

  
NOTARY PUBLIC,  
State of Florida at Large

My Commission Expires:

 Abe A. Bailey  
Commission CC881921  
Expires July 8, 2001


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

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

FIRST: That OPA-LOCKA ARABIAN NIGHTS FOUNDATION INC. desiring to organize under the laws of the State of Florida, with its principal office at 500 N.W. 165th Street Road, Suite 205, Miami, Florida 33169, County of Dade and State of Florida, has named Ronald Thompkins, whose address is 500 N.W. 165th Street Road, Suite 205, Miami, Florida 33169 as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above named 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.

  
RONALD THOMPkins

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