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# LAZARUS

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

1. Tom Group Co.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
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### NEW FILINGS

- ☒ Profit  
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☐ Limited Liability  
☐ Domestication  
☐ Other

### OTHER FILINGS

- ☐ Annual Report  
☐ Fictitious Name

### AMENDMENTS

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

### REGISTRATION/QUALIFICATION

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

Examiner's Initials

**ARTICLES OF INCORPORATION  
OF**

**TOM GROUP CO.**

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***The undersigned incorporator (s) hereby forms the following  
corporation Under the laws of the State of Florida:***

**ARTICLE I**

**NAME:**

**TOM GROUP CO.**

***The principal place of business and mailing address of this  
corporation shall be: 6465 SW 116 Place Unit D  
Miami, Fl 33173***

**ARTICLE II**

**PURPOSE:**

***The corporation is organized to engage in any and all business  
permitted under the laws of the State of Florida.***

**ARTICLE III**

**CAPITAL STOCK:**

***The maximum number of shares of stocks which this  
corporation is authorized to issue is 50000 shares of \$ 1.00 par value,  
common stock. Said shares of stock may be issued only for a  
consideration having a fair value as may be determined by the board  
of directors.***

**ARTICLE IV**

**TERM OF EXISTENCE:**

***This corporation is to exist perpetually from the date  
these Articles are filed with the Department of State, subject to the  
laws of the State of Florida.***

**ARTICLE V**

**REGISTERED AGENT AND OFFICE:**

***This initial Registered Agent and the principal address of  
the initial Registered Office of this corporation shall be:***

**JOSE L. CALLEJAS**

**6465 SW 116 Place Unit D - Miami, FL 33173**

#### **ARTICLE VI - DIRECTORS**

***This corporation shall have four (4) directors initially. The number of directors may be changed from time to time in accordance with by-law adopted by the directors, but the number shall never be less than one (1). The name and street address of the initial directors is:***

***President: JOSE L. CALLEJAS  
6465 SW 116 Place Unit D, Miami, FL 33173***

***VicePresident: TOMAS A. SUAREZ  
20 Ave N Esq. 6 Bis - Colonia Centro - Playa del Carmen  
Quintana Roo , Mexico 77710***

***Director: MALVIS E. DEL TORO  
20 Ave N Esq. 6 Bis - Colonia Centro - Playa del Carmen  
Quintana Roo, Mexico 77710***

***Director: TATIANA SUAREZ  
6465 SW 116 Place Unit D - Miami, FL 33173***

#### **ARTICLE VII - INCORPORATORS**

***The name and street address of the incorporators are:***

***TOMAS A. SUAREZ - 40% Shares  
20 Ave N Esq. 6 Bis - Colonia Centro - Playa del Carmen  
Quintana Roo, Mexico 77710***

***MALVIS E. DEL TORO - 40% Shares  
20 Ave N Esq. 6 Bis - Colonia Centro - Playa del Carmen  
Quintana Roo, Mexico 77710***

***JOSE L. CALLEJAS - 10% Shares  
6465 SW 116 Place Unit D - Miami, FL 33173***

***TATIANA SUAREZ - 10% Shares  
6465 SW 116 Place Unit D - Miami, FL 33173***

#### **ARTICLE VIII**

##### **PREEMPTIVE RIGHTS:**

***Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.***

**ARTICLE IX  
CUMULATIVE VOTING:**

**At each election for Directors, cummulative voting by shareholders as set forth in Florida Statutes, Chapter 607.097 (4) shall be allowed.**

**ARTICLE X  
AMENDMENT :**

**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 stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.**

**IN WITNESS WHEREOF, the undersigned incorporators have hereunto set its hands and seals this 03 day of October 2008/-**

  
**MALVIS E. DEL TORO**

  
**JOSE L. CALLEJAS**

  
**TOMAS A. SUAREZ**

  
**TATIANA SUAREZ**

**ACCEPTANCE BY REGISTERED AGENT:**

**Having been named to accept service of process for the Above named corporation, at the place designed in these Articles, I Hereby accept this appointment and agree to comply with the provisions of Chapter 48.091 Florida Statutes, relative to keeping open said offices.**

  
**JOSE L. CALLEJAS  
REGISTERED AGENT**