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☐ PICK-UP

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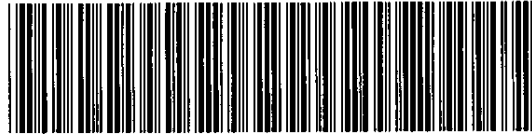
(Business Entity Name)

(Document Number)

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RECEIVED

09 APR -2 AM 11:23

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED

2009 APR -2 AM 9:24

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# LAZARUS

## CORPORATE FILING SERVICE

3320 SW 87<sup>TH</sup> AVENUE

MIAMI, FL 33165 (305) 552-5973

Office Use Only

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

1. LAST SCOOP, Corp.  
(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

- ☒ Profit  
☐ Not for Profit  
☐ 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

### LAST SCOOP, CORP.

2009 APR -2 AM 9:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This is to certify that we, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the state of Florida, by and under the provisions of the statutes of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

#### ARTICLE I

##### CORPORATE NAME

The name of this corporation is:

### LAST SCOOP, CORP.

#### ARTICLE II

##### NATURE OF BUSINESS

The general nature of the business and the objects and purposes proposed to be translated and carried on, are to do any and all of the things herein mentioned, fully and to the same extend as a natural person might or could do, viz :

a) To purchase, acquire, hold, improve, sell, convey, assign, release, mortgage, encumber, lease, hire, construct, equip, operate, manage, and in any other manner deal in real and /or personal property of every name money and to take securities for the

payment of all sums due the corporation, and to sell, assign, and release such securities, and to carry on any useful business in connection there with.

b) To engage in and carry on any business or businesses every act or deed pertaining there to, either directly or indirectly, which is not prohibited by the laws of the State of Florida, and to so engage in and carry on said business in Florida or any other State in the United States or in any foreign country.

c) To do any and all things necessary, suitable, useful, proper or admissible for the accomplishment of any one of the purposes or for the attainment of any of the objects or further exercise of the power herein set forth, whether herein specified or not, either alone or in connection with other firms, individuals, or corporations, either in the State or throughout the United States, and elsewhere, and to do any other acts or things incidental or pertinent to or connected with the business herein before described or any part or parts thereof, if not inconsistent with the laws under which this corporation is organized.

d) That the main business of the corporation is as follows:

- **PROVIDING OPINIONS AND INSIGHT INTO DIFFERENT SUBJECT MATTERS**
- **SOURCING EDUCATIONAL MATERIAL**
- **PUBLISHING**
- **SELLING PRODUCTS AND SERVICES**

### **ARTICLE III**

#### **CAPITAL STOCK**

The total amount of the authorized capital stock of the corporation shall be **100 shares** of common stock, at \$ 1.00 Par Value

The whole or any part of the capital stock of said Corporation shall be payable in lawful money of the United States of America, or property, labor or services, at a just valuation to be fixed by the Board of Directors, property or labor may also be purchases with the capital stock at such valuation as shall be fixed by the Board of Directors.

**ARTICLE IV**

AMOUNT OF CAPITAL TO BEGIN BUSINESS

The amount of capital with which the corporation shall begin business shall be no less than ONE HUNDRED DOLLARS (\$100.00) US

**ARTICLE V**

CORPORATION EXISTENCE

The corporation shall have perpetual existence unless sooner dissolve, according to law.

**ARTICLE VI**

PRINCIPAL PLACE OF BUSINESS

The principal place of business of said Corporation shall be:

**20 SW 58<sup>TH</sup> Avenue Miami, FL. 33144**

With the privilege, however, of having branch offices or places of business at any other place or places within or without the State of Florida, or in foreign countries.

## **ARTICLE VII**

### **INITIAL BOARD OF DIRECTORS AND OFFICERS**

The Corporation shall have 2 directors initially, whose number may be increased or diminished by the by-laws from time to time but shall never be less than one (1). The names and post office addresses of the members of the first Board of Directors of this corporation, the President, Vice-President, Secretary and Treasurer who subject to the provisions of the Articles of Incorporation and the by-laws and General Corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are as follows:

#### **NAME**

#### **OFFICERS**

**LIDIA EULALIA MARTINEZ**

**PRESIDENT & TREASURER**

**ANTONINO NICOLAS MARTINEZ**

**VICE-PRESIDENT & SECRETARY**

## **ARTICLE VIII**

### **INCORPORATORS**

The names and addresses of the persons signing these articles are:

#### **NAME**

#### **ADDRESS**

**LIDIA EULALIA MARTINEZ**

**20 SW 58<sup>TH</sup> AVENUE  
MIAMI, FL. 33144**

**ANTONINO NICOLAS MARTINEZ**

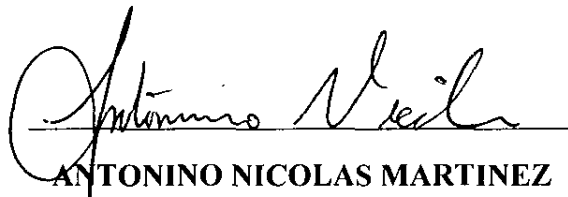
**20 SW 58<sup>TH</sup> AVENUE  
MIAMI, FL. 33144**

IN WITNESS WHEREOF, the undersigned being the incorporator(s) of this corporation have executed these Articles of Incorporation.

Signature(s) of Incorporator(s)



**LIDIA EULALIA MARTINEZ**



**ANTONINO NICOLAS MARTINEZ**

#### **ARTICLE IX**

##### **BY-LAWS**

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders

#### **ARTICLE X**

##### **NAME AND ADDRESS OF SUBSCRIBERS**

##### **AND NUMBER OF SHARES**

Shares of the capital stock of this corporation shall be issued initially to the following persons and in the amounts opposite to their names:

<b>LIDIA EULALIA MARTINEZ</b>	<b>20 SW 58<sup>TH</sup> AVENUE MIAMI, FL. 33144</b>	<b>SHARES 50</b>
<b>ANTONINO NICOLAS MARTINEZ</b>	<b>20 SW 58<sup>TH</sup> AVENUE MIAMI, FL. 33144</b>	<b>SHARES 50</b>

**ARTICLE XI**

**AMENDMENT**

This corporation reserves the right to amend, alter, change, or repeal any provision contained in the articles of incorporation in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to this reservation.

**ARTICLE XII**

**REGISTERED OFFICE AND REGISTERED AGENT**

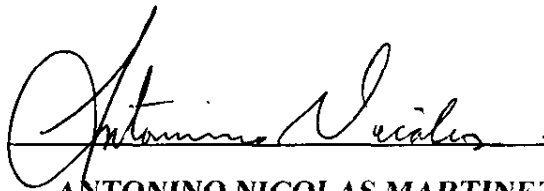
This corporation designates as Registered Offices:

**20 SW 58<sup>TH</sup> AVENUE MIAMI, FL. 33144**

This corporation designates as Registered Agent:

**ANTONINO NICOLAS MARTINEZ**

**IN WITNESS WHEREOF**, we, the undersigned, being all the original subscribers to the capital stock here in before named, for the purpose of forming a corporation to do business both within and without the State of Florida, and the United States, to make, subscribe, acknowledge, and file their Articles, hereby declaring and certifying that the facts herein stated are true, and to respectively agree to take the number of shares of stock here in before set forth, and accordingly, have hereunto set our hands and seals this 14<sup>th</sup> day, of MARCH, 2009.

 (SEAL)  
**ANTONINO NICOLAS MARTINEZ**



STATE OF FLORIDA)

: SS

COUNTY OF: MIAMI-DADE)

BEFORE ME, the undersigned authority, qualified to take acknowledgments and administer oaths, personally appeared:

**LIDIA EULALIA MARTINEZ**

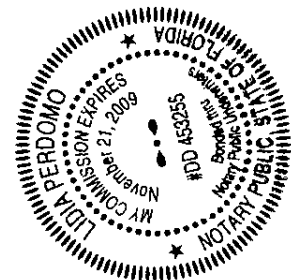
**ANTONINO NICOLAS MARTINEZ**

to me well known, and known to me to be the individuals described in and who executed the foregoing Articles of Incorporation, and each of them acknowledged before me, according to laws, they made and subscribed the same for the used and purposes therein expressed and set forth.

WITNESS my hand and official seal a Miami, Miami-Dade County, Florida, this 14<sup>TH</sup> day of MARCH, 2009.



NOTARY PUBLIC, STATE OF FLORIDA



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 Statutes, the following is submitted, in compliance with said Act:

**FIRST** That **LAST SCOOP, CORP.**

desiring to organize under the laws of the State of **FLORIDA**

with its principal office, as indicated in the articles of incorporation at City of **MIAMI**

County of **MIAMI-DADE** State of **FLORIDA** has named

**ANTONINO NICOLAS MARTINEZ**

Located at: **20 SW 58<sup>TH</sup> AVENUE**

(Street address and number of building, Post office not accepted)


City of **MIAMI** County of **MIAMI-DADE**

State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNED AGENT)

Having been named 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.

BY:

  
**ANTONINO NICOLAS MARTINEZ**  
(RESIDENT AGENT)

2009 APR -2 AM 9:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA