

P95000002881

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE INDUSTRIES, INC.

(Requestor's Name)

890 S.W. 87 AVENUE #16

(Address)

MIAMI, FLORIDA 33174 (305)552-5973

(City, State, Zip)

(Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

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OFFICE USE ONLY

(904)385-6735

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

1. ORTUNA CORPORATION
(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

Examiner's Initials

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95 JUN 11 AM 8:35
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION

A. / 11 / 95

ARTICLES OF INCORPORATION
OF
ORTUNA CORPORATION

TALLAHASSEE, FLORIDA

95 JAN 11 AM 8:34

FILED

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves to form a corporation under the laws of the State of Florida.

FIRST: NAME.- The name of the corporation (hereinafter called the Corporation) is: ORTUNA CORPORATION

SECOND: ADDRESS.- The principal office of the corporation shall be located at: 300 Arvida Parkway, Coral Gables, FL 33156
or at such other place as may later be designated by the Board of Directors, with branch offices in such other cities, towns, states, or countries as may from time to time be authorized by its Board of Directors.

THIRD: NATURE OF BUSINESS.- The purpose for which the corporation is formed, and the business and the objects to be carried on and promoted by its, are as follows:

(a) To purchase or otherwise acquire, hold, own mortgage, sell, convey, exchange, option, subdivide or otherwise dispose of real and personal property of every class and description and any estate or interest therein, in any of the states of the United States, and in any all foreign countries, subject to the laws of such state or country.

(b) To export and import as principals, factors, agents or commission merchants, or merchants, in respect to buying, selling, trading or dealing with merchandise in all its forms; and in any kind of goods, wares and merchandise of every sort, kind or description.

(c) And, in general, to carry on any other business whatsoever in connection with the

foregoing or which is connected directly or indirectly to promote the interest of the corporation or to enhance the value of its properties.

(d) And, further, to borrow or raise money for any purposes of the corporation, and to secure the same and interest, or for any other purpose, to mortgage all or any part of the property corporeal or incorporeal rights or franchises of this corporation now owned or hereinafter acquired and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

FOURTH: CAPITAL STOCK.- The maximum number of shares of stock that this corporation is authorized to have outstanding at anyone time is: ONE HUNDRED shares at ONE HUNDRED (\$100.00) DOLLARS par value each COMMON STOCK.

FIFTH: INITIAL CAPITAL.- The amount of capital with which this corporation shall commence business is not less than: ONE THOUSAND (\$1,000.00) DOLLARS.

SIXTH: TERM OF EXISTENCE: The corporation is to have perpetual existence.

SEVENTH: DIRECTORS.- There shall be not less than two, nor more than ten directors of this corporation; provided, however, that the number of directors may be increased in any number now or hereafter authorized by law.

EIGHTH: INITIAL BOARD OF DIRECTORS AND OFFICERS.- The names and post office addresses of the first Board of Directors, who shall hold office for the first year of the corporation's existence, or until their successors are elected or appointed and have qualified are as follows:

DIRECTORS

NAMES

ADDRESSES

Jose A. Ortega

300 Arvida Parkway
Coral Gables, FL 33156

Lucila G. Ortega

300 Arvida Parkway
Coral Gables, FL 33156

The names and post office addresses of the officers who shall hold office for the first year of the corporation's existence, or until their successors are elected or appointed and have qualified, are as follows:

NAMES		ADDRESSES
Jose A. Ortega	President	300 Arvida Parkway Coral Gables, FL 33156
Lucila G. Ortega	Treasurer	300 Arvida Parkway Coral Gables, FL 33156
Jose A. Ortega	Secretary	300 Arvida Parkway Coral Gables, FL 33156

NINTH: SUBSCRIBERS: The name and post office address of each subscriber to the Articles of Incorporation are:

Jose A. Ortega	300 Arvida Parkway Coral Gables, FL 33156
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TENTH: BY-LAWS.- The By-Laws of this corporation may be created, amended, or changed by either the stockholders or the directors at any regular or duly scheduled special meeting.

ELEVENTH: ADDITIONAL OFFICERS.- This corporation shall have, in addition to a President, Vice President, Secretary and Treasurer, such other additional officers as may be created from time to time, by and under the authorization of, its By-Laws.

TWELFTH: TERM OF OFFICE.- All officers, agents and factors shall be chosen in such manner, hold their offices for such term and have such powers and duties as may be

prescribed by the By-Laws or determined by the Board of Directors. Any person may hold two (2) or more offices, except that the President shall not also be the Secretary, or an Assistant Secretary of the corporations.

THIRTEENTH: RIGHT OF INDEMNIFICATION: Every person who now is or hereafter shall become a Director of this corporation, shall be indemnified by the corporation against all costs and expenses (including counsel fees) hereafter reasonably incurred by or imposed upon him in connection with, or resulting from, any action, suit, or proceedings, of whatever nature, to which he is or shall be made a party by reason of his being or having been a director of the corporation (whether or not he is made a party to such action, suit or proceeding, or at the time such cost or expense is incurred by or imposed upon him).

However, an exception is made to the above in relation to matters as to which he shall be finally adjudged in such action, suit or proceeding to have been derelict in the performance of the duties imposed in him as such Director. The right of indemnification herein provided for shall not be exclusive of other rights to which any such person may now or hereafter be entitled as a matter of law.

FOURTEENTH: 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 fifty-one (51 %) percent of the stock entitled to vote thereon.

We, the undersigned, being each and all the original subscribers to the capital stock for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file this certificate, hereby

declaring and certifying that the facts herein stated are true, and accordingly have hereunto
set our hands and seals this 10th day of January, 1995.


Jose A. Ortega

STATE OF FLORIDA)
COUNTY OF DADE) SS.

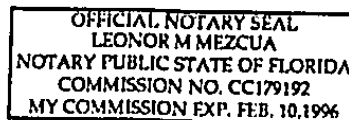
I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized to
administer oaths and take acknowledgments, personally appeared:

Jose A. Ortega

to me well known to be the persons described as subscribers in and who executed the
foregoing Articles of Incorporation.

WITNESS my hand and seal in the County and State named above, in
Florida, this 10th day of January, 1995.


NOTARY PUBLIC



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

FIRST: That ORTUNA CORPORATION
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 Coral Gables, County
of Dade, State of Florida has named Jose A. Ortega
located at 300 Arvida Parkway, Coral Gables, FL 33156
County of Dade, State of Florida, as its Agent to accept service of process within this
State.

ACKNOWLEDGMENT: (must be signed by designated Agent).

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 provision of said Act relative to keeping open said office.



JOSE A. ORTEGA
RESIDENT AGENT

FILED
55 JAN 11 AM 8:34
TALLAHASSEE, FLORIDA