

P95000008870

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. PADRON LAB OFFICE, 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

FILED
95 FEB -2 PM 1:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

REGISTERED FEB 2 1995

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
PADRON LAB OFFICE, INC.,**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

We, the undersigned, do hereby associate ourselves together and subscribe these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, and subject to the following provisions:

ARTICLE I: NAME

The name of the corporation shall be: Padron Lab Office, Inc.,

ARTICLE II: DURATION

This corporation is to commence its corporate existence as of the date of filing of the Articles of Incorporation and shall have perpetual existence thereafter until dissolved according to law.

ARTICLE III: PURPOSE

The corporation is organized for the purpose of transacting any and all activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV: STATED CAPITAL

The corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value common stock.

Each outstanding share, regardless of class, shall be entitled to vote on each matter submitted to a vote at a meeting of the shareholders.

The shares of stock may be issued for such consideration, having not less than the par value of the shares issued therefor, as is determined from time to time by the board of directors, to be paid, in whole or in part, by lawful money of the United States of America, or in other assets, tangible or intangible, or in labor or

services actually performed for the corporation. Shares may not be issued until the full amount of the consideration therefore has been paid. Thereafter, such shares shall be deemed to be fully paid and nonassessable.

RESTRICTION ON TRANSFER:

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation for the fair market value thereof. Such offer shall be in writing, signed by the shareholder; shall be sent by registered or certified mail to the corporation at its principal place of business; and shall remain open for acceptance by the corporation for a period of thirty (30) days from the date of mailing. If the corporation fails or refuses within such period to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of his or her share as he or she may seem fit.

On the death of any shareholder, the corporation shall have the right to purchase all shares owned by such shareholder immediately prior to his or her death on the terms set forth above, and this provision shall be binding on the executor, administrator, or personal representative of such shareholder.

Each share certificate issued by the corporation shall have printed or stamped on it the following legend: "These shares are held subject to certain transfer restrictions imposed by the Articles of Incorporation of the corporation. A copy of such articles is on file at the principal office of the corporation."

ARTICLE V: BOARD OF DIRECTORS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

Any and all powers and duties conferred to or imposed upon the board of directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the bylaws, but shall never be less than one (1), nor more than three (3).

The name(s), street address(es) of the initial director(s), who shall hold office until his/her/their successor(s), who shall be chosen at the first meeting of the stockholders, has/have qualified and shall be:

Concepcion Padron
1995 S.W. 1st Street
Miami, Fl. 33135

ARTICLE VI: INDEMNIFICATION

The corporation shall indemnify and hold harmless any person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter been a director or officer of this corporation, or by reasons if any action alleged to have been

heretofore or hereafter taken or omitted by him as such director or officer and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability provided that no person shall be indemnified against or be reimbursed for any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provision shall not exclude any other right to which he may be lawfully entitled nor shall anything therein contained restrict the rights of the corporation to indemnify or reimburse such person in any proper case eventhough not specifically provided.

ARTICLE VII: BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors, by the board of directors may not alter, amend, or repeal any bylaw adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended, or repealed by the board of directors.

ARTICLE VIII: AMENDMENT

These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for the purpose.

ARTICLE IX: INCORPORATOR

The name and address of the incorporator(s) to these Articles

of Incorporation is:

Concepcion Padron
1995 S.W. 1st Street
Miami, Fl. 33135

ARTICLE X: REGISTERED AGENT

The street address of the initial ^{PRINCIPAL} registered office of the corporation is: 1995 S.W. 1st Street, Miami, Florida, 33135, and the name of the initial registered agent of the corporation at that address is: CONCEPCION PADRON.

IN WITNESS WHEREOF, the undersigned, as incorporators, hereby execute these Articles of Incorporation this 1 day of February, 1995.

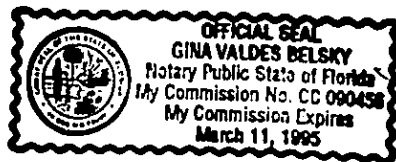


CONCEPCION PADRON

STATE OF FLORIDA
COUNTY OF DADE

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgements, personally appeared CONCEPCION PADRON known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the same freely and voluntarily for the purpose expressed therein.

WITNESS my hand and seal this 1 day of February, 1995.





Notary Public, State of Florida

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the

foregoing corporation, at the place designated in the Articles of Incorporation, CONCEPCION PADRON agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091, Florida Statutes relative to keeping open such office.

Dated this 1 day of February, 1995

Concepcion Padron
CONCEPCION PADRON

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SECRETARY OF STATE
TALLAHASSEE FLORIDA