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LAZARUS CORPORATE INDUS	STRIES, INC.		
(Requestor's Name)		<u> </u>	
890 S.W. 87 AVENUE #16		<u> </u>	in S
MIAMI, FLORIDA 33174	(305)552-5973		
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LOCAL REPRESENTATIVE TO	ALLAHASSEE	OFFICE USE ONLY	lalan ES
(904)385-6735	•		
CORPORATION NAME(S) &	DOCUMENT NUMI	BER(S) (if known):	
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Examiner's Initials

CERTIFICATE OF INCORPORATION

OF

M.C.M. PROFESSIONAL SERVICES INC

We, the undersigned subscribers to these Articles of Incorporation natural persons competent to contract from a Corporation the Laws of the State of Florida.

ARTICLE I, NAME OF CORPORATION:

The name of the corporation shall be M.C.M. PROFESSIONAL SERVICES INC

ARTICLE II, GENERAL NATURE OF THE BUSINESS:

The general nature of the business and the object and purpose to be transacted and carried on are:

To conduct business not prohibited by the Laws of the United States and State of Florida.

To conduct business to have one or more officers in buy, sell, import, export, hold, mortgages, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights and licenses, in the State of Florida and in other countries to conduct debts and borrow money, issued and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfer of corporate properties, or instruments to secure the payments of corporate indebtedness as require.

To purchase the Corporate assets or any other Corporation and engage in the same or other character of business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other State or government and while owner of such stock to exercise all the rights, powers and privileged of ownership, including the right to vote such stock.

ARTICLE 111, CAPITAL STOCK:

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 1000 shares at \$1.00 per share. Such stocks may be issued by the Corporation from time to time for such consideration as may be fixed by the Board of Directors thereof, and may be paid in cash, labor or services.

ARTICLE IV, INITIAL CAPITAL:

The number of shares with which this Corporation shall commence business is not less than 100 common stock, and the amount of capital with which this Corporation shall commence business will not be less than One Hundred Dollars (\$100.00)

ARTICLE V, TERM:

The Corporation shall continue perpetually, unless sooner dissolved according to laws.

ARTICLE VI, PRINCIPAL PLACE OF BUSINESS:

The initial place of business of said Corporation in this State shall be 7925 NW 12 Street Ste 324 Miami, Florida 33126. But the Board of Directors may from time to time, move the principal place of the office to any other address in the State of Florida.

ARTICLE VII, DIRECTORS:

The business of the Corporation shall be conducted by a Board of Directors, and the number of which Directors shall be fixed by the Stockholders at any regular or called meeting, but the number of Directors shall not be less than one. A majority of the Board shall constitute a quorum. The members of the Board of Directors shall be elected at the annual meeting of Stockholders, and the several officers, as the case may provide for in the by-laws, shall be elected by the Board of Directors at a meeting held immediately after the adjournment of the annual stockholders meeting.

ARTICLE VIII, FIRST BOARD OF DIRECTORS:

The name and office address of the members of the First Board of Directors, who, subject to the provisions of the Certificate of Incorporation, the by-laws of the Corporation and the Statutes of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors have been elected and qualified, are as follows:

Mauricio Castro 7925 NW 12 Street Ste 324 Miami, Florida 33126

ARTICLE IX, SUBSCRIBERS:

The proceeds of the stock subscribed for will be at least as much as the amount necessary to begin business. The name and place of residence of the Subscriber to the capital stock and the number of the shares subscribed for are as follows:

Mauricio Castro 7925 NW 12 Street Ste 324 Miami, Florida 33126

ARTICLE X, OFFICERS:

The names and post office addresses of the incorporator, who subject to the provisions of this Certificate of Incorporation, the by-laws of the Corporation and the statutes of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors have elected and qualified, are as follows:

Mauricio Castro President/Secretary/Treasurer 7925 NW 12 Street Ste 324 Miami, Florida 33126

ARTICLE XI, AMENDMENT:

These Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at the Stockholders' meeting by a majority of the stocks entitled to vote thereon, unless all Directors and all Stockholders sign a written statement manifesting their intention that certain amendments of these Articles of Incorporation be made.

We, the undersigned, being the original subscribers to the capital stock and Articles of Incorporation, herein above name for the purpose of forming a Corporation to do business within and without the State of Florida, General Act of 1925, and all amendments hereto, do make and file this Certificate hereby declaring that the facts herein stated are true and do respectively agree to take the number of shares of stock herein above, set forth, and have accordingly set our hands and seal on this day of tobruary 1995.

Mauricio Castro

President/Secretary/Treasurer

STATE OF FLORIDA))ss COUNTY OF DADE)

I, HEREBY CERTIFY THAT, on this day, before me, a notary public, duly authorized in the State of Florida and County of Dade to take acknowledgement, personally appeared Maurico Castro to me well known to be the persons described as subscribers in and who execute the foregoing Articles of Incorporation. WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE NAMED ABOVE THIS DAY OF TESTINATIV 1995. DAY OF TEBRUARL

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE My Commission Expired D. PAAO

My Comm. Expires June 9, 1997 CC 293663

CERTIFICATE DESIGNING OF BUSINESS OF DOMICILE FOR THE SERVICE WITHIN THIS STATE, NAMING AGENT UPON PROCESS MAY BE SERVED.

> In pursuance of Chapter 48,901, Section 607, 164 Florida Statutes, the following is submitted, in the compliance with said act:

> FIRST: M.C.M. Professional Services Inc desiring to organized under Laws of the State of Florida, with the principal office, as indicated in the Articles of Incorporation, at the City of Miami, County of Dade, State of Florida, has named Mauricio Castro 7925 N.W. 12th Street St∈ 324 Miami, Fl 33126 it agent to accept service process within this State.

ACKNOWLEDGEMENT:

Having been named to accept services 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.

Mauricio Castro

Registered Agent

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PLEASE REA	ND ALL INST	RUCTIONS BEFORE	COMPLETING THIS FORM		
APPLICATION FOR	FLORIDA	A DEPARTMENT OF STATI Sandra B. Mortham			
REINSTATEMENT	DI DI	Secretary of State vision of corporations	96 DEC 13 PN 1:47		
DOCUMENT # P95000015160 1. Corporation Name M.C.M. PROFESSIONAL SERVICES INC.			SECRETARY OF STATE TALLAHASSEE, FLORIDA		
Principal Place of Business	Place of Business Mailing Address				
7925 NW 12 STREET STE 324 MAMM FL 33126	N 12 STREET STE 324 7825 NW 12 STREET STE 324 FL 33126 MAAN FL 33136				
Il above addresses are incorrect in any way, lins through incorrect information and enter correction to 2. New Principal Office Address, if Applicable 3. New Mailing Office Address, if Applicable			4. Date Incorporated or Qualified		
Suite, Apt. #, etc.	uite, Apt. #, etc. Suite, Apt. #, etc.		To Do Business in Florida 02/23/199	5 pplied For	
City & State	City & State City & State		65-0563507 N	ot Applicable	
Zip Country	Zip	Country	CERTIFICATE OF STATUS DESIRED		
7. Names and Street Addresses of Each Office	and/or Director (Flo	rida nonprofit corporations must list at i	least 3 directors)		
Title(s) Name of Office and/or Director		Street Address of Ea Officer and/or Direct 3 (Do NOT Use Post Office Box	ach ctor City/State/Zip		
PSTD CASTRO, MAURICIO 7925 NW 12 STREET STE 324					
			000002030160	2	
			-12/17/9601040 ****375.00 *****3	003	
			1461		
	NSTATEMENT 1996				
		HEI	4.60	an	
				3/16	
B. Name and Address of Cu	Frent Hegisterod Age	Name /	9. Name and Address of New Registered Agent		
-GASTRO, MAURICIO		Street Address	S (P.O. Box Number is Not Acceptable)	FE)	
7823 NW 12 STREET STE 324 192 5 NW 12 STREET STE 324 Suite, Agr. 1, Ep.					
		971	State Zip Code		
10. I, being appointed the the stered agent of the	ne above halmed corp	oration, am familiar with and accept the	le obligations of Section 607.0505, F.S.	126	
Signature of Registered Agent	REGISTERED AC	ENT MUST SIGN	Date 12/13/94	2	
11. Does this corporation popt. of Revenue unde	ay any intang S. 199.032,	gible tax to the Florida Statutes. Yes	S No (See othe: side for inform on intangible tax.)	ation	
12. I certify that I am an officer or director or the this reinstatement application, the reason to	receiver or trustee er dissolution has been dithe names of Individ	mpowered to execute this application a n eliminated, the corporate name satisfi duals listed on this form do not qualify f	as provided for in chapter 607 or 617, F.S. I further certify that fies the requirements of section 607.0401 or 617.0401, F.S., the for an exemption under section 119.07(3)(i), F.S. The information of the control of	at all fees	

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

14/14/56 470 7509