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DIVISION OF CORPORATIONS  
95 MAR 15 PM 3:25

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

OFFICE USE ONLY

(904)385-6735

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

1. IN TOUCH DEDICATED SERVICES INC.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

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☒ 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

W95.5696  
532<sup>21</sup>

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Examiner's Initials

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 14, 1995

LAZARUS CORPORATE INDUSTRIES, INC.  
890 S.W. 87TH AVENUE  
#18  
MIAMI, FL 33174

SUBJECT: IN TOUCH DEDICATED SERVICES, INC.  
Ref. Number: W95000005696

We have received your document for IN TOUCH DEDICATED SERVICES, INC. and check(s) totaling \$122.50. However, your check(s) and document are being returned for the following:

Please complete Article(s) VI.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Kevin Nickens  
Document Specialist

Letter Number: 095A00011400

95 MAR 15 PM 3:25

ARTICLES OF INCORPORATION

OF

IN TOUCH DEDICATED SERVICES, INC.

The undersigned incorporator here by makes, subscribes, acknowledges and, files with the Department of State these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the law of the State of Florida.

ARTICLE I-NAME

The name of this corporation shall be as stated above.

ARTICLE II-GENERAL NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE III-CAPITAL STOCK

The maximum number of shares of capital stock authorized to be issued by this corporation shall be:

SHARES

PAR VALUE

500

NO PAR

Each of the said share of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property (other than stock or securities) or in labor or services at a fair valuation to be fixed by the incorporator or by the Board of Directors at a meeting called for such a purpose. All stock when issued shall be fully paid for and shall be nonassessable.

ARTICLE IV-INITIAL CAPITAL

The amount of capital with which this corporation shall begin business shall be no less than five hundred dollars (\$500.00).

ARTICLE V-TERM OF CORPORATE EXISTENCE

The corporation shall have perpetual existence.

#### ARTICLE VI-PRINCIPAL OFFICE

The following shall be the street address and the principal office of this corporation, though the corporation will have the power to move the principal office to any other address in the State of Florida, and to establish branch offices and other places of business at such other places in or out of the State of Florida that may be deemed expedient.

16041 NW 18th Ave.  
Miami, Fl. 33054

#### ARTICLE VII-DIRECTORS

There shall be a Board of Directors for this corporation which shall consist of no less than one (1) and no more than nine (9), the same number to be fixed by the corporation by the corporate by-laws. Each of the said Directors shall be a citizen of the United States. Any Director may be removed without cause at any annual or special meeting of the stockholders where a quorum is present in person or proxy, by the affirmative vote of a majority of the outstanding stock of the corporation entitled to vote at said meeting. Any officer of the corporation may be removed without cause, at any annual or special meeting of the Board of Directors where a quorum is present, by the affirmative vote of a majority of the Directors present at said meeting.

MICHAEL JOHNSON  
16041 N W 18TH AVENUE  
MIAMI, FLORIDA 33054

# ARTICLE VIII-INITIAL BOARD OF DIRECTORS

The members of the first Board of Directors are as follows:

## DIRECTORS

## ADDRESS

President	Michael Johnson	16041 N.W. 18th Avenue Miami, Florida 33054
VICE PRESIDENT	Wayne Davis	16220 N.W. 18th Court Miami, Florida 33054
CORRESPONDING SECRETARY	Wayne Davis	16220 N.W. 18th Court Miami, Florida 33054
TREASURER	Walker D. Brown, III	516 Sherwood Greens Stone Mountain, GA 30087

The members of the first Board of Directors, unless otherwise provided by the By-Laws, shall hold office for the first year of the corporate existence or until their successors are elected or appointed and have qualified.

#### ARTICLE IX-SUBSCRIBERS

The name and address of the subscribers to these Articles of Incorporation and the numbers of shares subscribed there to are as follows:

<u>NAME:</u>	<u>ADDRESS:</u>	<u>NUMBER OF SHARES</u>
Michael Johnson	16041 N.W. 18th Avenue Miami, Florida 33054	35
Wayne Davis	16220 N.W. 18th Avenue Miami, Florida 33054	75
Walker D. Brown, III	516 Sherwood Greens Stone Mountain, GA 30087	0

#### ARTICLE X-CONFLICT OF INTEREST

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the officers of this corporation are pecuniarily or otherwise interested in, or are directors or officers of such other corporation. Any Director individually or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of this corporation provided that the fact that he or she makes it known to the majority of the Board of Directors, and any Director of this corporation who is also a director or officer of such other corporation or who is so interested, so they may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation, which shall authorize any such contract or transaction with like force and effect as if he were not such a director or officer of such other corporation or not so interested.

#### ARTICLE XI-ASSIGNMENT OF SUBSCRIPTION

The original subscriber(s) to these Articles of Incorporation shall have the right, upon incorporation, to assign and deliver his/their subscription(s) to any other person, firm or corporation who may there after become subscribers to the capital stock of this corporation, who upon acceptance of such assignment shall stand inlieu of the original subscribers and assume and carry out all the right, liabilities and duties entailed by such subscriptions, subject to the laws of the State of Florida, and the execution of the necessary instruments of assignment; provided, that any, but not all, of the said subscribers to the corporation so that less than the number of shares subscribed for may be initially issued to the stockholder.

#### ARTICLE XII-OFFICERS

The officers of this corporation shall be a President who shall be a Director, a Secretary, and a Treasurer, and such other officers, agents and factors as may be deemed necessary. All officers, agents and factors shall be chosen in such a manner to hold their offices for such terms, 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 or more offices, except the President shall not be also made the Secretary or an Assistant Secretary of this corporation. The initial officers of the corporation shall be as follows:

##### OFFICERS:

##### ADDRESS

President	Michael Johnson	16041 N.W. 18th Avenue Miami, Florida 33054
Vice President & Secretary	Wayne Davis	16220 N.W. 18th Avenue Miami, Florida 33054
Treasurer	Walker D.Brown,III	516 Sherwood Greens Stone Mountain,GA 30087

**ARTICLE XIII-RESIDENT AGENT**

The corporation shall maintain an office in the State of Florida with a Resident Agent there at, upon whom service of process may be served. The corporation here by designates the following Resident Agent:

**NAME:**

Michael Johnson

**ADDRESS:**

16041 N.W. 18th Avenue  
Miami, Florida 33054

**ARTICLE XIV AMENDMENT:**

The corporation reserves the right to amend, alter change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the laws of the State of Florida, and all right conferred upon the stockholder herein are subject to this reservation.

In witness whereof, the persons named below have thereby executed these Articles of Incorporation for the uses and purposes herein stated.

  
\_\_\_\_\_  
PRESIDENT--Michael Johnson

  
\_\_\_\_\_  
VICE PRESIDENT--Wayne Davis

  
\_\_\_\_\_  
CORRESPONDING SECRETARY--Wayne Davis

  
\_\_\_\_\_  
TREASURER--Walker Brown III



In Witness Whereof, The Persons Named Below Have Heraby Executed These Articles Of Incorporation For The Uses And Purposes Herein Stated:

Michael Johnson  
Michael Johnson, President

Wayne Davis  
Wayne Davis, Vice President/Corporation Secretary

Walker D. Brown, III  
Walker D. Brown, III, Treasurer

State of Florida  
County of                      SS.

I hereby certify that on this day before me a Notary Public authorized in the State and County named above to take acknowledgements personally appeared Michael Johnson and Wayne Davis to me known to be the persons described as subscribers to the foregoing Articles of Incorporation, in and who executed the same and acknowledged before me that executed the same freely and voluntarily, for the uses and purposes therein expressed.

Witness my hand and official seal at      Dade County Florida.

Bonnie M. Hamilton  
NOTARY PUBLIC-STATE OF FLORIDA AT LARGE

My Commission Expires: June 6, 1997

#### ACKNOWLEDGMENT

Having been named to accept service of process of the above named corporation, I hereby accept to act in this capacity and agree to comply with the provision of chapter of the Florida Statutes.

Michael Johnson  
Michael Johnson, President