

95000033746

LAZARUS CORPORATE INDUSTRIES, INC.  
(Requestor's Name)  
890 S.W. 87 AVENUE, SUITE 116  
(Address)  
MIAMI, FLORIDA 33174 (305) 552-5973  
(City, State, Zip) (Phone #)  
LOCAL REPRESENTATIVE TALLAHASSEE  
(904) 385-6735

000001473850  
-05/03/95--01137--003  
\*\*\*\*122.50 \*\*\*\*122.50

OFFICE USE ONLY

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

1. M.E.N.N. RESEARCH, INCORPORATED  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:30

☐ Mail out ☐ Will wait

☐ Photocopy

☒ Certified Copy

☐ 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

SDK

SEP-11 1995  
FRI 3:25

ARTICLES OF INCORPORATION  
OF  
M.E.N.N. RESEARCH, INCORPORATED

ARTICLE I

NAME

The name of this corporation is :

M.E.N.N. RESEARCH, INCORPORATED

ARTICLE II

PURPOSE

The purpose of this corporation is to engage in any lawful business for which a corporation may be incorporated in the State of Florida .

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock of \$ 0 . 01 par value each .

ARTICLE IV

PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

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NOTARY PUBLIC  
JAN 11 1960  
CHRY - 1 PM 3:25

## ARTICLE V

### RESTRICTIONS ON TRANSFER OF SHARES

The Bylaws of this corporation may impose restrictions on the transfer or registration of its shares for any reasonable purpose and such restrictions shall be binding on the holder or a transferee of the holder, pursuant to section 607.0627 of the Florida Business Corporation Act, as presently enacted.

## ARTICLE VI

### INITIAL REGISTERED OFFICE AND AGENT

The initial registered office, and mailing address of the corporation is: 2454 S. W. 3rd Street, Miami, Florida 33135 and the Registered Agent is: Nely Martinez, (same as above).

## ARTICLE VIII

### INITIAL BOARD OF DIRECTORS

The corporation shall have the number of Directors specified in the Bylaws. The number of Directors may be either increased or decreased from time to time in the manner provided in the Bylaws.

## ARTICLE VIII

### INCORPORATORS

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

#### NAME

#### STREET ADDRESS

Eduardo A. Martinez

2454 S.W. 3rd street  
Miami, Florida 33135

Nely Martinez

2454 S.W. 3rd Street  
Miami, Fl. 33135

## ARTICLE IX

### OFFICERS

This corporation shall have the officers described in its Bylaws or appointed by the Board of Directors in accordance with the Bylaws, but initially consist of a President, Vice President, Secretary and Treasurer. The names of the persons initially occupying said positions are :

President :	Eduardo A. Martinez
Vice President :	Nely Martinez
Secretary :	Nely Martinez
Treasurer :	Nely Martinez

## ARTICLE X

### BY-LAWS

The power to adopt, alter, amend or repeal By-laws, shall be vested in the Board of Directors.

## ARTICLE XI

### PROCEDURE IN CASE OF DEADLOCK

In case of deadlock in any decision to be made by the Board of Directors and / or the Shareholders, no Director or Shareholder shall seek dissolution of the corporation, but, instead, the dispute shall be submitted for decision to a panel of three attorneys, designated by the Florida Bar in the field of corporations; two of such attorneys shall be selected, one each, by the two attorneys selected by the parties in deadlock. If any party refuses to appoint an attorney then, any party may petition the Dade County Bar Association to nominate, in the stead of the non-nominating party, an attorney or attorneys so nominated shall be considered as nominated by the party or parties which have refused or neglected to nominate pursuant to this Article.

The Decision of this panel shall be binding on the corporation, its Directors, Officers, and Shareholders and shall be considered the act of the Board of Directors and / or the Shareholders. The corporation shall bear the cost incurred in the selection and functioning of the panel and shall save its members harmless and always indemnified from any liabilities incurred as a consequence of the performance of their duties, including those arising out of negligence.

**ARTICLE XII**

**DATE OF COMMENCEMENT**

The effective date of this corporation is the date of filing by the Secretary of State .

IN WITNESS WHEREOF , the undersigned incorporator has executed the Articles of Incorporation , this 27<sup>th</sup> day of April , 1995 .

Eduardo A. Martinez  
Eduardo A. Martinez

Nely Martinez  
Nely Martinez

State of Florida )

County of Dade )

Before Me , the undersigned authority , personally appeared Eduardo A. Martinez and Nely Martinez , whom I know to be the persons who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed the same , this \_\_\_\_\_ day of April , 1995 .

My Commission Expires



EVELYN M PEREZ  
My Commission CC443836  
Expires Mar. 07, 1999  
Bonded by HAI  
800-422-1555

Evelyn M. Perez  
NOTARY PUBLIC - State of Florida

Printed Name : Evelyn M. Perez

HAVING BEEN NAMED to accept service of process for the above stated corporation at the place designated above , I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties .

Nely Martinez  
REGISTERED AGENT  
NELY MARTINEZ

APR 27 1995

P95000033746  
FILED

95 AUG 18 PM 3:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

August 15, 1995

Secretary of State  
Division of Corporations  
P.O. BOX 6327  
Tallahassee, Florida 32314

600001564676  
-08/21/95--01009--011  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

RE: M.E.N.N. RESEARCH INCORPORATED

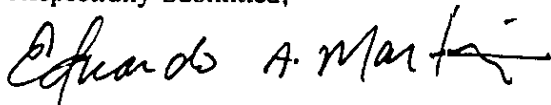
Dear Sir or Madam:

Enclosed please find a money order in the amount of \$43.75 in payment of *Articles of Dissolutions* and a *certificate of withstanding* to be return to us.

Also attach is the original *Articles of Dissolution* for the above mentioned corporation.

Thanking you in advance for your assistance.

Respectfully Submitted,



Eduardo A. Martinez  
PRESIDENT of M.E.N.N. RESEARCH INCORPORATED

Vol.  
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FILED  
95 AUG 18 PM 3:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION  
OF  
M.E.N.N. RESEARCH, INCORPORATED  
(a Florida Corporation)

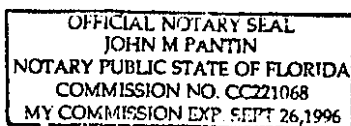
ARTICLE I

The name of this corporation is M.E.N.N. RESEARCH, INCORPORATED  
(the "Corporation").

ARTICLE II

The dissolution of the Corporation was authorized and approved on August 15, 1995 by the holder of 100% of the outstanding capital stock of the Corporation. The number cast for dissolution was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution of M.E.N.N. RESEARCH INCORPORATED, as of the 15<sup>th</sup> day of August, 1995.



Eduardo A. Martinez  
Eduardo A. Martinez  
President

☒ Personally known to me.

On this the 16<sup>th</sup> day of August 19 95 before me, the undersigned Notary Public of the State of Florida, the foregoing document was acknowledged by Eduardo A. Martinez WITNESS my hand and official seal.

John M. Pantin  
John M. Pantin