

P95000037929

LAZARUS CORPORATE INDUSTRIES, INC.
(Requestor's Name)

890 S.W. 87 AVENUE, SUITE, 16
(Address)

MIAMI, FLORIDA 33174 (305)552-5973
(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

(904)385-6735

OFFICE USE ONLY

400001489224
-05/16/95--01135--003
****122.50 ****122.50

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

1. PALM BEACH RESPIRATORY SERVICE, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 3:00

☒ 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 MAY 12 PM 12:20
RECEIVED
95 MAY 12 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION

Dmc 5/12/95

Examiner's Initial

FILED

95 MAY 12 PM 12:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

PALM BEACH RESPIRATORY SERVICE, INC.

We, the undersigned, in order to form a corporation under and pursuant to the provisions of the Laws of Florida for the purposes set forth below, hereby subscribe to these Articles of Incorporation.

I

The name of the corporation shall be PALM BEACH RESPIRATORY SERVICE, INC.

II

The purpose and general nature of the business to be conducted and transacted by the corporation shall be as follows:

A. To do and transact any and all business as permitted under the laws of the State of Florida and the United States of America.

B. To purchase for investment and resale, and to traffic in land, property, houses and buildings and other property of any nature. To create, sell and deal in freehold and leasehold ground rents. To make advances upon the security of land or houses or other property. To deal in any manner with real and personal property.

C. To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, and other negotiable instruments, including bonds, debentures, or other

obligations of this corporation, whether secured by mortgage pledge, or otherwise, or unsecured, for money borrowed, or in payment for property purchased or acquired, or for other lawful objects.

D. To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of capital stock, or any bonds, securities, or other evidences of indebtedness, created by any corporation and while owner of such stock or evidence of indebtedness, to exercise all of the rights, powers and privileges of ownership, including the right to vote according to the rights of said instruments and agreements.

E. To purchase, hold, sell and transfer shares of its own capital stock; subject, however, to such limitations as may be provided by law; and provided further, that shares of its own capital stock owned by the corporation shall not be voted upon directly or indirectly nor counted as outstanding for the purpose of any stockholder's quorum or vote.

Without limiting any of the purposes, powers and objects of this corporation, it is expressly declared and provided that this corporation shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of the objects hereinabove specified, to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the Laws of Florida upon corporations, and which a partnership or natural person could

do and exercise, and which now or hereafter may be authorized by law.

III

The number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares at \$1.00 par value.

IV

The amount of capital with which this corporation shall begin business shall be \$100.

V

The existence of this corporation shall be perpetual.

VI

The principal office of this corporation shall be located at 118 Olympus Way, Jupiter, Florida 33477.

VII

The Board of Directors of this corporation shall consist of not less than one and not more than four members.

VIII

The names and addresses of the first Board of Directors as well as the Incorporators who shall, subject to these Articles of Incorporation, By-Laws, and the laws of Florida, hold office for the first year of the corporation's existence, or until their successors shall have been elected and qualified, is as follows:

DONALD J. MESSEMER	118 Olympus Way Jupiter, Florida 33477
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ROSE MARIE MESSEMER	118 Olympus Way Jupiter, Florida 33477
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IX

The registered agent and the registered office for this corporation is:

DONALD J. MESSEMER

118 Olympus Way
Jupiter, Florida 33477

X

The names and addresses of each subscriber to these Articles of Incorporation, and the number of shares of stock each agrees to take, the total aggregate amount of which shall be the sum of \$100 the amount of capital with which this corporation shall begin business.

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARE</u>	<u>AMOUNT</u>
ROSE MARIE MESSEMER	118 Olympus Way Jupiter, Florida 33477	100	\$100.00

XI

The officers of the corporation until the first meeting of the corporation Board of Directors, or until successors are elected, shall be:

DONALD J. MESSEMER, President, Vice President

ROSE MARIE MESSEMER,, Secretary, Treasurer

XII


This corporation shall be initially governed by the stockholders, notwithstanding other provisions of these Articles of Incorporation. At the discretion of the initial sole stockholder

or the successor of all shares of the stockholder, or when there are two or more stockholders owning stock in the corporation, at a meeting held for that purpose, stockholders may elect to operate with a Board of Directors and officers as provided elsewhere in these Articles of Incorporation. At such time there shall be elected a minimum of one director who shall hold office for one year after their election or until their successors are elected or appointed and have qualified. The stockholders shall also elect such persons to fill the offices of: PRESIDENT, VICE PRESIDENT, SECRETARY, TREASURER, and such other offices as are permitted by the By-Laws of the corporation. The officers shall serve for one year after their election or until their successors are elected or appointed and have qualified. The manner and form of electing or appointing officers and directors shall be set out in the By-Laws.

XIII

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept service of process of the corporation at initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.


DONALD J. MESSEMER, REGISTERED AGENT

IN WITNESS WHEREOF, I have hereunto made, subscribed

and acknowledged these Articles of Incorporation.

Donald J. Messemmer
DONALD J. MESSEMER

STATE OF FLORIDA)

COUNTY OF DADE)

I hereby certify that on this date personally appeared
DONALD J. MESSEMER who produced a Florida Driver's License ¹¹⁻¹⁴⁻⁹⁴⁻¹⁹⁰⁻³⁶⁰ ^{as 108-0}
identification, and who did take an oath, to me known to be the
same described in and who executed these Articles of Incorporation
and acknowledged the Articles to be the act and deed of the
subscribers and that the facts set forth therein are true.

WITNESS my hand and seal at Miami, Dade County, Florida,
this 11th day of May 1995.

Sign: Magaly Garcia

Print: Magaly Garcia

State of Florida at Large
(Seal)

Commission Number:

My Commission Expires:



MAGALY GARCIA
My Commission CC269261
Expires Mar. 19, 1997
Bonded By HAI
800-422-1555