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95 MAY 25 11:01

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

899 S.W. 87 AVENUE, SUITE 116
(Address)

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

LOCAL REPRESENTATIVE TALLAHASSEE

(904) 305-0775

OFFICE USE ONLY

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-06/01/95--01035--008
****122.50 ****122.50

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

1. Jesus M. Menendez M.D., Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 9:00

☒ 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

NANCY HENDRICKS MAY 25 1995

ARTICLES OF INCORPORATION

JESUS M. MENENDEZ, M.D. INC.

ARTICLE I---NAME

The name of this corporation is JESUS M. MENENDEZ M.D., INC.

ARTICLE II--DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III-PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV-CAPITAL STOCK

This corporation is authorized to issue 100 shares of TEN Dollars (\$10.00) par value common stock which shall be designated as "Common Shares". The total initial Capital is \$1,000.00.

ARTICLE V--PRE-EMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others, or the price that may be set by the Board of Directors, which ever is lowest.

ARTICLE VI--INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 6760 Coral Way, Suite 100, Miami, Florida 33155, and the name of the initial registered agent of this corporation at that address is JESUS MENENDEZ, M.D.

ARTICLE VII---INITIAL BOARD OF DIRECTORS

This corporation shall have at least ONE Director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaw; however, there shall never be less than one Director nor more than five. The name and address of initial Board of Directors of the corporation is:

JESUS MENENDEZ, M.D.
President
6760 Coral Way, Suite 100
Miami, Florida 33155

(1)

ARTICLE VIII - INCORPORATION

The name and address of the Incorporators signing these articles is JESUS MENENDEZ, M.D. Each of the Incorporators take the following number of shares: JESUS MENENDEZ, M.D., takes ONE HUNDRED SHARES (100%)

ARTICLE IX-- INDEMNIFICATION

The corporation shall indemnify any Officer or Director, to the Full extent permitted by law.

ARTICLE X --- AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, by a unanimity of votes of all incorporators.

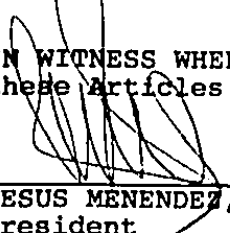
ARTICLE XI CORPORATE BY-OUT

Dissenting shareholders have the right to sell their shares back to the corporation at a fair price, and the corporation has the obligation to purchase such shares. The obligation of the corporation will only cease if the purchase would render the corporation insolvent or so substantially reduce its assets as to make its operation impossible.

ARTICLE XII

Any dispute among shareholders will be resolved by arbitration in accordance with the rules of the American Arbitration Association and by an arbitrator that will be chosen by the non-disputing shareholders and if they cannot appoint one within one week of the request the arbitrator will be the Corporation Legal Counselor. The decision of the arbitrator will be final.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on this 4th day of MAY of 1995.



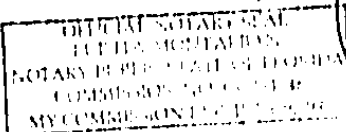
JESUS MENENDEZ, M.D.
President

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared JESUS MENENDEZ, M.D. known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and that he

acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 4th day of MAY of 1995.

NOTARY PUBLIC,



(2)

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That JESUS M. MENENDEZ, M.D., INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at 6474 S.W. 129 Avenue, MIAMI, FLORIDA, 33183, County of Dade, State of Florida, has named JESUS MENENDEZ, M.D. with the above address as its agent to accept service of process within this state.

ACKNOWLEDGMENT;

Having been named to accept service of process for the above mentioned corporation, at the place designated in this certificate, the undersigned agrees to comply with the provisions of Florida law relative to keeping the designated office open.

JESUS MENENDEZ, M.D.
Register Agent.

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, a Notary Public, personally appeared to me known to be the person described as JESUS MENENDEZ, M.D. and who has executed the foregoing Articles of Incorporation, and acknowledged before me that HE subscribed these Articles of Incorporation on this 4th day of MAY of 1995; and accepts to be the Registered Agent for the Corporation.

NOTARY PUBLIC

