# P9500043327

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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)385-6715

CR2E031(10/92)

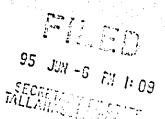
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### ARTICLES OF INCORPORATION

**OF** 

### CONCEPCION & MARTINEZ, CORP.



#### ARTICLE I

#### Name

The name of this corporation is: CONCEPCION & MARTINEZ, CORP.

### ARTICLE II

### **Purpose**

This corporation may 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 1,000,000 shares of common stock of \$0.01 par value each.

### ARTICLE IV

### Preemptive Rights

The corporation elects to have preemptive rights.

#### 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: 4760 S.W. 72 Avenue, Miami, Florida 33155, and the Registered Agent is: Liliana Concepcion.

# ARTICLE VII

# Initial Board of Directors

The corporation shall have the number of directors specified in the by-laws. The number of directors may be either increased or decreased from time to time in the manner provided in the by-laws.

# ARTICLE VIII

# Incorporators

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

<u>Name</u>

Street Address

Liliana Concepcion

5401 S.W. 62 Avenue Miami, Florida 33155

Leslie Martinez

1415 Mesina Coral Gables, Florida

# ARTICLE IX

This corporation shall have the officers described in its bylaws or appointed by the board of directors in accordance with the by-laws.

### 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 persons who are either attorneys or certified public accountants, authorized to practice in Florida; two of such persons shall be selected, one each, by the parties in deadlock; the third shall be chosen by the two persons selected by the parties in deadlock. If any party refuses to appoint the attorney or certified public accountant then, any party may petition the Dade County Bar Association and/or the Dade County CPA Association to nominate, in the stead of the non-nominating party, an attorney or attorneys or certified public accountant 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  $\frac{3k\pi}{2}$  day of  $\frac{1995}{2}$ .

Liliana Concepcion

Leslie Martinez

STATE OF FLORIDA )
COUNTY OF DADE )

BEFORE ME, the undersigned authority, personally appeared

Liliana Concepcion, whom are personally known to me/who produced as identification <u>FOHTC521-5PO-59-926-O</u> to be the permitted to the foregoing Articles of Incorporation and she acknowledged before me that <u>All</u> executed the same, this <u>Bloof</u> day of <u>May</u>, 1995.

My Commission Expires:

OFFICIAL NOTARY SEAL
MAGALLE PUIG
NOTARY PUBLIC CTAITE OF FLORIDA
COMMISSION NO. CCG13784
MY COMMISSION FXP OCT 16,1998

Magal. T. Jung
NOTARI PUBLIC-State of Florida
Printed Name: MASili L. Pula

STATE OF FLORIDA )
COUNTY OF DADE )

BEFORE ME, the undersigned authority, personally appeared

Leslie Martinez, whom are personally known to me/who produced as identification ENH 1463552758684 to be the person who executed the foregoing Articles of Incorporation and she acknowledged before me that Old executed the same, this day of 1995.

My Commission Expires:

OFFICIAL NOTARY SEAL

MAGALLEPUIG

NOTARY PUPIFIC STATE OF FLORIDA

COMMISSION NO CC413784

MY COMMISSION EXPORT 16,1998

Magal: T. Pury
NOTARY PUBLIC-State of Florida

Printed Name: MASoli L. Pus

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.



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