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LAZARUS CORPORATE INDUSTRIES, INC.	1
890 S.W. 87 AVENUE, SUITE: 16	
MIAMI, FLORIDA 33174 (305)552-5973	OFFICE USE ONLY
LOCAL REPRESENTATIVE TALLAHASSEE	
(904)385-6715	Ç

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

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	Will wait Photocopy	Certificate of Status
	Will wait Photocopy  AMENDMENTS	
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Mail ou!	AMENDMENTS	Certificate of Status
Mail ou!	AMENDMENTS Amendment Resignation of R.A., Office	Certificate of Status er/Director
Mail ou!  NEW FILINGS  Profit  NonProfit	AMENDMENTS Amendment	Certificate of Status er/Director

OTHER FILINGS
Annual Report
Fictitious Name
Name Reservation

CR2E031(10/92)

REGISTRATION/ QUALIFICATION
Foreign
Limited Partnership
Reinstatement
Trademark
Other

NANCY HENDRICKS JUN - 8 1995

Examiner's Initials

ARTICLE OF INCORPORATION OF

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GOLDEN HEALTH PLAN GROUP, INC.

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#### ARTICLE I - NAME

The name of this Corporation is GOLDEN HEALTH PLAN GROUP, INC.

#### ARTICLE II - DURATION

This Corporation shall have a perpetual existence commencing on the Date of Filing.

#### ARTICLE III - PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of FlorJda.

#### ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares onf One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

### ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is MARTA I. LEMES and the street address of the initial registered office of this Corporation is 330 S.W. 27TH. AVENUE, MIAMI, FLORIDA 33135-2957

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have (2) Directors initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial Directors are:

NAME MARTA I. LEMES

ADDRESSES
330 S. W. 27TH. AVENUE
Miami, Florida 33135-2957

MAYRA VELEZ

330 S. W. 27TH. AVENUE Miami, Florida 33135-2957

#### ARTICLE VII- LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder(s) or Director (s).

#### ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

#### ARTICLE IX - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE X - INCORPORATORS

The person signing these articles is MARTA I. LEMES and her address is 275 EAST 15TH. STREET, HIALEAH, FLORIDA 33010

#### ARTICLE X1 - OFFICES

The principal office of the Corporation and mailing address shall be established and maintained at 275 EAST 15TH. STREET HIALEAH, County of Dade, State of Florida. The Corporation may also have offices at such places within or without the State of Florida as the board may from time to time establish.

#### ARTICLE XII - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this  $\partial G$  day of  $J \cup \partial E$  , 1995.

MARTA I. LEMES

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STATE OF FLORIDA

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COUNTY OF DADE

Before me, a Notary Public authorized in the State and County set forth above, personally appeared MARTA I. LEMES known to me and known by me to be the person, who, as Incorporator of GOLDEN HEALTH PLAN GROUP, INC. and acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 6td day of June

COMMISSION NUMBER
CC 252665
MY COMMISSION EXP.
JAN. 12,1997

# CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, subsites the following statement in designations the registered office/registered agent, in the State of Florida.

- 1.- The name of the corporation is: Galaden HEALTH PLAN GROUP, INC.
- 2.—The name and address of the registered agent and office is

MARTA I. LEMES

330 S. W. 27TH. AVENUE

MIAMI, FLORIDA 33135-295/

Having been named as registered agent am. to accept service of process for the above stated corporation at the place of designated in this certificate, I hereby accept the appointment as registered agent and agrae to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and amplete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATE June 6,1995