

P95000049597

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

OFFICE USE ONLY

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-06/28/95--01058--003
****122.50 ****122.50

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

1. U.S.A. MED. - DIAGNOSTIC EQUIPMENT'S
(Corporation Name) (Document #) SUPPLIES INC
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00

☒ 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

N. HENDRICKS JUN 20 1993

Examiner's Initials

ARTICLES OF INCORPORATION
OF

U.S.A. MED. -DIAGNOSTIC EQUIPMENTS SUPPLIES INC.

The under signed hereby agrees to organize a corporation in accordance with Chapter 607, Florida Statute (the "Florida General Corporation Act.") as follows:

ARTICLE I. NAME

The name of the Corporation is:

U.S.A. MED. -DIAGNOSTIC EQUIPMENTS SUPPLIES INC.

ARTICLE II. CORPORATE EXISTENCE

The existence of the Corporation shall be perpetual commencing upon the filing of these Articles of Incorporation unless dissolved according to law

ARTICLE III. NATURE OF BUSINESS

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz.

- 1 Transact any and all lawful business having to do, but not limited to the healthcare industry, including medical services, general sale rentals, repairs, services, etc.;
- 2 Said corporation shall further have powers to
 - Have perpetual succession by its corporate name;
 - Sue and be sued, complain and defend in its corporate name in all actions or proceedings;
 - Have a corporate seal which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.

- Purchase, take, receive, lease or otherwise, acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever, situated.
- Sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
- Lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute S607 141.
- Purchase, take, receive, subscribe for, or otherwise acquire, own hold, vote, sue, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interest in, or obligations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state territory, governmental district, or municipality or of any instrumentality thereof.
- Make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchise, and income.
- Lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested.
- Conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state.
- Elect or appoint officers and agents of the corporations and define their duties and fix their compensations.
- Make and alter bylaws not inconsistent with its articles of incorporation or with the laws of this state, for the administrations.
- Make donations for the public welfare or for charitable, scientific, or educational purposes.
- Transact any and all lawful business which the board of directors shall find with be in aid of governmental policy.
- Pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.
- Be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise.
- Have and exercise all powers necessary or convenient to effect its purposes.
- Indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute S607 014.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the Corporation shall have authority to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock, One (\$1.00) par value.

No shareholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of these stocks.

ARTICLE V. INITIAL OFFICE

The initial address of the principal office of the Corporation shall be:

3485 W. FLAGLER ST.
SUITE No. 300
MIAMI, FLORIDA 33125

ARTICLE VI. DIRECTORS

The number of directors constituting the initial board of directors shall be one (1). The number of directors may increase or decrease as provided by the Bylaws of the Corporation in the manner provided by the law.

The names and addresses of the person (s) who shall serve as the initial directors are:

JACQUELINE GUADARRAMA - 3485 W. FLAGLER ST.
SUITE No. 100
MIAMI, FLORIDA 33125

ARTICLE VII. INCORPORATOR

The name and address of the incorporators of these Articles of Incorporation are:

JACQUELINE GUADARRAMA - 3485 W. FLAGLER ST.
SUITE No. 100
MIAMI, FLORIDA 33125

ARTICLE VIII REGISTER AGENT

Pursuant to the provisions of section 607.05, 1 or 617.0501 Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designations the registered office/registered agent, in the State of Florida

The name and address of the initial Register Agent of the Corporation is:

JACQUELINE GUADARRAMA - 3485 W. FLAGLER ST
SUITE No. 100
MIAMI, FLORIDA 33125

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

Signature Jacqueline Guadarrama
Date June 21 of 1995

The Board of Directors may, from time to time, move the Registered Office of the Corporation to any other address in the State of Florida.

ARTICLE IX PREEMPTIVE RIGHTS

Every shareholder shall have the right to purchase his prorated share thereof (as nearly as may be done without issuance of fractional shares) of any or all the shares previously issued, and/or any new issue of stocks for cash of this corporation at the price at which it is offered to others.

ARTICLE X INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director pursuant to the provisions of Section 607.014 of the Florida Statutes, as amended.

IN WITNESS WHEREOF, the incorporator have signed these Articles of Incorporation this 21 day of June, 1995.

Jacqueline Guadarrama
JACQUELINE GUADARRAMA