P95000059226

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

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OFFICE USE ONLY

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

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

1. MediFocus Enterprises, Inc
(Corporation Name) (Document #)

2. ______
(Corporation Name) (Document #)

3. ______
(Corporation Name) (Document #)

4. ______
(Corporation Name) (Document #)

[X] Walk in [X] Pick up time 2:00 [ ] Certified Copy

[ ] Mail out [ ] Will wait [ ] Photocopy [X] Certificate of Status

	NEW FILINGS
X	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
	Amendment
	Resignation of R.A., Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

Examiner's Initials	

CR2E031(10/92)

ARTICLES OF INCORPORATION
OF
MEDIFOCUS ENTERPRISES, INC.

ARTICLE I - NAME

The name of this corporation shall be:

MEDIFOCUS ENTERPRISES, INC.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in the transaction of any and all activities permitted under the laws of the State of Florida and the United States of America.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue at any time is 70 common non par value shares.

ARTICLE IV - TERM OF EXISTENCE

The corporation shall exist perpetually unless dissolved sooner according to law.

ARTICLE V - ADDRESS

The initial place of business address of this corporation in the State of Florida is:

5000 W. 12 AVE
HIALEAH, FL 33012

The corporation retains the power of moving its offices to any other address in Florida, as may from time to time be determined and authorized by its Board of Directors.

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ARTICLE VI DIRECTORS

This corporation shall have [illegible] Directors initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the By Laws, but shall never be less than one(1).

The corporation shall indemnify and hold harmless each person who shall serve at anytime hereafter as director or officer of the corporation and any person who serves at the request of this corporation, as director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason his having heretofore or hereafter been a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any claim or liability provided that no person shall be indemnified against, or be reimbursed for any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willfull misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provision shall not exclude any right to which he may be lawfully entitled nor shall any herein contained restrict the right of the corporation indemnified reimburse such person in any proper case even though not specifically herein provided for.

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any do the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; Any director individually, or any firm of which any director may be a member, may be a party to, or may pecuniarily or otherwise interested, any contract or transaction of the corporation provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with the like force and effect as if he were not such director or officer of such other corporation or not so interested.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The name and addresses of the members of the first Board of Directors who shall hold office until the first annual meeting of shareholder and/or until their successors are elected and qualified or until their earlier resignation, removal from office, or death are:

NAME	ADDRESSES
NANNETTE VALLE PRESIDENT	16065 N. W. 64 AVE APT 118 MIAMI LAKES, FL 33014
MANUEL J. VALLE JR. TREASURER/SECRETARY	16065 N. W. 64 AVE APT 118 MIAMI LAKES, FL 33014

ARTICLE VIII - SUBSCRIBERS

The name and post office address of each subscriber of these Articles of Incorporation are:

NAME	ADDRESSES
NANNETTE VALLE PRESIDENT	16065 N. W. 64 AVE APT 118 MIAMI LAKES, FL 33014
MANUEL J. VALLE JR. TREASURER/SECRETARY	16065 N. W. 64 AVE APT 118 MIAMI LAKES, FL 33014

ARTICLE IX - INITIAL REGISTERED OFFICE AND AGENT

The registered office address for this corporation in the State of Florida will be:

16065 N. W. 64 AVE APT 118
MIAMI LAKES, FL 33014

Its registered agent: NANNETTE VALLE

ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended in any or as many respects as may be desired, provided that the amended articles contain only such provisions as might be lawfully contained in the original articles at the time of the amendment.
A charter amendment requires the affirmative vote of the holders of a majority of the shares entitled to vote thereon.
Restated articles of incorporation may be adopted.

IN WITNESS WHEREOF, the undersigned have made, subscribed and acknowledged these Articles of Incorporation, this 31st day of July, 1995.

Nannette Valle
NANNETTE VALLE
PRESIDENT

Manuel J. Valle Jr.
MANUEL J. VALLE JR.
TREASURER/SECRETARY

STATE OF FLORIDA)
COUNTY OF DADE) SS:
I HEREBY CERTIFY, that on the 31st day of July, 1995, personally appeared before me, an authorized officer duly commissioned to administer oaths and take acknowledgements, NANNETTE VALLE MANUEL J. VALLE JR.
the persons who executed the foregoing Articles of Incorporation, and acknowledged that they signed and executed the same for the uses and purposes there in stated.
IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Dade County, Florida, the day and year above written.

IDENTIFICATION PRODUCED
DRIVER LICENSE

OFFICIAL NOTARY SEAL
ROSENDO SUAREZ
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC291927
MY COMMISSION EXP. JULY 15,1997

Rosendo S
Notary Public

CERTIFICATION OF DESIGNATED REGISTERED AGENT/REGISTERED OFFICE

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 postion as registered agent.

Nannette Valle
NANNETTE VALLE
16065 N. W. 64 AVE APT 110
MIAMI LAKES, FL 33014

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