P95000061468

95 ... 05

LAZARUS CORPORATE INDUSTRIES, INC.
(Requestor's Name)
690 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

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

1. WELL BABY NUTRITIONAL OUTLET INC.
(Corporation Name) (Document #)
2. ______________________
(Corporation Name) (Document #)
3. ______________________
(Corporation Name) (Document #)
4. ______________________
(Corporation Name) (Document #)

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

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

	NEW FILINGS
✓	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

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

300001557563
-08/10/95--01055--006
****122.50 ****122.50

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

Examiner's Initials CJ

CR2E031(10/92)

ARTICLES OF INCORPORATION

OF

WELL BABY NUTRITIONAL OUTLET, INC.

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS
95 AUG -9 PM 12:47

ARTICLE I - CORPORATE NAME

WELL BABY NUTRITIONAL OUTLET, INC.

ARTICLE II - NATURE OF CORPORATE BUSINESS

A. Primarily to engage in the retailsales of foods and nutritional items and in general to perform any duties that may be related thereto and;

B. To engage in any other business authorized or permitted under the Laws of the State of Florida and/or the Laws of the United States of America.

ARTICLE III - CAPITAL STOCK

This Corporation is authorized to issue OneHundred shares of Common Stock, having no par value.

ARTICLE IV - INITIAL REGISTERED AGENT

The Corporation's initial Registered Agent in the State of Florida shall be: Rosie Loy-Perez
14950 S.W. 64 St.,
Miami, Fla. 33193

ARTICLE V - BOARD OF DIRECTORS.

The number of Directors of this Corporation shall be no less than three and no more than ten.

ARTICLE VI - INITIAL DIRECTORS

The names and post office addresses of each member of the first Board of Directors are:

Ernest Perez
14950 SW. 64 St.,
Miami, Fla. 33193

Rosie Loy-Perez
14950 S.W. 64 St.,
Miami, Fla. 33193

Daniel Campos
14950 S.W. 64 St.,
Miami, Fla. 33193

ARTICLE VII - INCORPORATORS

The names and post office addresses of each Incorporator executing these Articles of Incorporation are:

Ernest Perez
14950 S.W. 64 St.,
Miami,Fla. 33193

Rosie Loy-Perez
14950 S.W. 64 St.,
Miami,Fla. 33193

Daniel Campos
14950 S.W. 64 St.,
Miami,Fla. 33193

ARTICLE VIII - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of outstanding common shares.

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - APPROVAL OF SHAREHOLDERS

The approval of the shareholders of this Corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XI - POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XII - INDEMNIFICATION

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

ARTICLE XIII -PRINCIPAL ADDRESS OF THIS CORPORATION :

14950 S.W 64 St.,
Miami,Fla. 33193

ARTICLE XIV — AMENDMENT

The Corporatio. reserves the right to amend or repeal any provision contai. d in these Articles of Incorporation, or any amendment ther to and any right conferred upon the shareholders is the subject to thi reservation.
We, the undersigned, d hereby subs ribe to the Articles of Incorporation and file same hereby declaring and certifying that the facts herein stated are true.

ROSIE LOY-PEREZ, Director

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.

ROSIE LOY-PEREZ, Director Registered Agent

ERNEST PEREZ, Director

STATE OF FLORIDA

DANIEL CAMPOS, Director

SS.

COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared Rosie Loy-Perez, Ernest Perez and Daniel Campos to me well known the persons described herein

who, upon being first duly sworn upon oath, acknowledged to and before me that they executed the foregoing Articles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal, in the state and county aforesaid, this 7th day of August ,1995

NOTARY PUBLIC
State of Florida at Large

OFFICIAL NOTARY SEAL
CARMEN [illegible]
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. [illegible]
MY COMMISSION EXP. [illegible]

By Commission expires:

95 AUG -9 PM 12:47
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS