

P 95000067051

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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08/30/95 01018 0115  
4444122.50 4444122.50

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

- 1. Eswald Medical Supplies, Inc.  
(Corporation Name) (Document #)
- 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
	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 CA

8/30/95

95 AUG 30 PM 12:40

ARTICLES OF INCORPORATION  
FOR  
OSWALD MEDICAL SUPPLIES, INC.

We, the undersigned, hereby associate together for the purpose of becoming a Corporation under the Laws of the State of Florida, by and under the provision of the Laws of said State, providing for the information, liabilities, rights, privileges, and immunities of a Corporation for profit. . . .

ARTICLE I

NAME, ADDRESS, AND AGENT

The name of this corporation shall be:

OSWALD MEDICAL SUPPLIES, INC.

(Hereinafter referred to as the Corporation). Its Registered and Principal Office shall be located at 1800 West 49th Street Ste 324 L, Hialeah, County Of Dade, State Of Florida. Its Registered Agent shall be Maximo O. Soca, located at 1800 West 49th Street Ste 324 L, Hialeah, Florida. . . .

ARTICLE II

NATURE OF BUSINESS

Section 1.- The general nature of the business and objects and purposes to be transacted, promoted and carried on are to do any and all things hereinafter mentioned, as fully and to the same extent as natural persons might or could, viz. . . .

a.- To carry on business in the United States of North America or any foreign country or countries, to buy, sell, import, export, lease, sub-lease, hold, procure, transport, manufacture, acquire and deal generally, both wholesale and retail, in goods and services of all type, both as principal and agent, in any part of the world. . . .

b.- To enter into make perform and carry out Contract for sales, Leasing, rental and generally provide all and any type of medical equipments and general medical supplies and all type of business equipment and merchandise and for any Lawful purpose with any person or persons, firms, association and/or Corporation in the United States of North America or any Foreign Country or Countries. . . .

c.- To exchange in the currency of foreign countries and the currency of the United States of North America. . . .

d.- To issue bonds, debentures and/or obligations of the company from time to time, for the object and purposes of the company and secure the same by mortgage pledge or trust or otherwise. . . .

f.- To do all of such acts or things as they are incident or conductive to the premises, and to do all and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any of the objectives herein enumerated or incidental to the powers herein named, or which shall at any time appear conductive or expedient for the protection or benefit of the Corporation. . .

g.- No recitation or declaration of special powers or purposes herein enumerated shall be deemed to be exclusive, but all lawful powers contained in the laws of the State of Florida, now or in the future, to be enacted are hereby included in and made part thereof by reference. . . . .

h.- In general, to carry on any incidental business in connection with the foregoing, whether manufacturing or otherwise and to have and exercise all the powers conferred by the laws of the State of Florida upon Corporation of this character. . . . .

i.- To enter into, make or perform contract of any kind with any person, association, corporation, municipality, body politic, county, country, territory, state, government or colony, or any dependency thereof, and without limit as to amount, draw, notes drafts, bills of exchange, warrants, bonds, debentures, and all others negotiable instruments. . . . .

ARTICLE III.

CAPITAL STOCK

The Capital Stock of the Corporation upon commencing business operations shall consist of : . . . . .

a.- ONE HUNDRED (100) SHARES of par value. For incorporation purposes, each share will have a nominal value set at TEN DOLLARS (\$10.00) per share as consideration. . . . .

b.- Said shares of common stock to have par value. All shares to be issue fully paid and non assessable. The Capital stock of this Corporation may be paid in lawful money of the U.S.A. in property, labor or services at a fair and just valuation to be fixed by the stockholder or by the Board of Directors. Said determination of just value fixed by the Board of Directors is to be conclusive proof of said value. . . . .

c.- All of the common stock is to have one vote per share in the control of the management of the Corporation. . . . .

d.- The holders of these shares of common stock are to have preventive right in the purchase of subsequent issues of stock.

e.- In the event any shareholder may vote his share or shares proxy one share representing one vote. . . . .

ARTICLE IV  
INITIAL CAPITAL

The amount of capital with which the Corporation shall begin

ARTICLE V

TERM OF EXISTENCE

The Corporation shall have perpetual existence. . . . .

ARTICLE VI

BOARD OF DIRECTORS

The Board of Directors shall consist of not less than (2) persons. . . . .

ARTICLE VII

INITIAL DIRECTORS & OFFICERS

The names and addresses of the first Board of Directors who subject to the provisions of these Articles of Incorporation, the By-Laws and the act of the Legislature approved June, 1925, and the acts amendatory thereto, shall hold office for the first year of the corporation's existence, or until their successors are elected and shall have qualified are the following: . . . . .

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
Trinidad A. Vasconcelo	400 West 1st Avenue Apt. #2 Hialeah, Florida 33010	President
Maximo O. Soca	4455 West 16th Avenue Apt.224 Hialeah, Florida 33012	Secretary Treasurer

ARTICLE VIII

SUBSCRIBERS

The names and addresses of each subscriber to these Articles of Incorporation and the number of shares which each agrees to take as follows: . . . . .

<u>NAME &amp; TITLE</u>	<u>ADDRESS</u>	<u>SHARES</u>
Trinidad A. Vasconcelo President	400 West 1st Avenue Apt. #2 Hialeah, Florida 33010	-50-
Maximo O. Soca Secretary	4455 West 16th Avenue Apt.224 Hialeah, Florida 33012	-50-

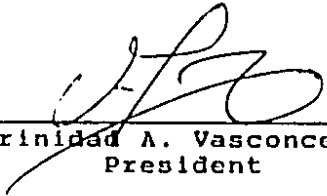
ARTICLE IX

BY-LAWS

The regulation of the business and the conduct of the affairs of the Corporation and the provision creating and limiting the powers of the Corporation, the directors and the

the Corporation shall be formed which said By-Law may from time to time and whenever necessary, by amended by the Board of Directors of the Corporation. . . . .

IN WITNESS WHEREOF, we the undersigned have made and signed these articles of incorporation at MIAMI, DADE COUNTY, FLORIDA, for the uses and purposes aforesaid. . . . .


  
\_\_\_\_\_  
Trinidad A. Vasconcelo  
President

  
\_\_\_\_\_  
Maximo O. Soca  
Secretary

STATE OF FLORIDA )  
                          ) SS.  
COUNT. OF DADE )

I HEREBY CERTIFY that on this day, before me personally appeared Trinidad A. Vasconcelo and Maximo O. Soca respectively, to me well known to be the persons described as subscriber in and who executed the foregoing ARTICLES OF INCORPORATION and acknowledged before me that they subscribed to those ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at CITY OF MIAMI, COUNTY OF DADE, STATE OF FLORIDA, this Fifteenth Day of August 1995

  
\_\_\_\_\_  
JUAN F. DEL CASTILLO  
NOTARY PUBLIC  
STATE OF FLORIDA

COMMISSION NUMBER CC234804  
MY COMMISSION EXPIRES NOVEMBER 26, 1996  
BONDED THROUGH GENERAL INSURANCE UNDERWRITERS

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

95 AUG 30 PM 12:40

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OR PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED: . . . . .

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted in compliance with said act. . . . .

FIRST:- That OSWALD MEDICAL SUPPLIES, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the ARTICLES OF INCORPORATION appoints Maximo O. Soca, with offices located at 1800 West 49th Street Ste 324 L, City of Hialeah, County of Dade its Registered Agent, to accept service of process within this State. . . . .

ACKNOWLEDGMENT:- Having been named to accept service of process for the above named Corporation, at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office. . . . .

In the City of Hialeah, County of Dade, State of Florida, this Fifteenth Day of August 1995



Maximo O. Soca  
REGISTERED AGENT

P95000067051

FILED

95 NOV -3 2:01

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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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11/01/95 11:00 AM  
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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

95 NOV -1 11:52

HENDRICKS NOV - 3 1995

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

November 1, 1995

LAZARUS

MIAMI, FL

SUBJECT: OSWALD MEDICAL SUPPLIES, INC.  
Ref. Number: P95000067051

We have received your document for OSWALD MEDICAL SUPPLIES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please entitle your document Articles of Amendment.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6903.

Nancy Hendricks  
Corporate Specialist

Letter Number: 495A00048874



FILED

95 NOV -3 PM 2 01

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION  
OF  
OSWALD MEDICAL SUPPLIES, INC.

OSWALD Medical Supplies, Inc. a Florida Corporation under its Corporate Seal the hands of its President Raul Brito and its Secretary-Treasurer, Yolanda Soca, hereby Certify as follows:

CLAUSE I

That all the shareholders of Oswald Medical Supplies, Inc. in response to a call and notice of meeting held on September 29 /1995 at 4:00 P.M. at 10031 Pine Boulevard Ste. 249 Pembroke Pine, Florida 33024 County of Broward, all of the Shareholders were present and was submit a Resolution that was approved by the Board of Directors and all the stockholders, adopting amending Articles I, VII and VIII of the Articles of Corporation.

ARTICLE I

On motion duly made and approved by all the stockholders and the Boar of Directors.  
The change of address to 10031 Pine Blvd. Suite 249, Pembroke Pine, Florida 33024, County of Broward and the designation of Yolanda Soca at addres 10031 Pine Blvd. Suite 249, Pembroke Pine, Florida 33024, County of Broward as Registered Agent

ARTICLES VII

On motion duly made and approved by all the stockholders and the Board of Directors.-----  
Trinidad A. Vasconcelo sales to Raul Brito Fifty (50) shares or Stock and rescinded as President, Maximo O. Soca, sale to Yolanda Soca (50) shares or Stock and rescinded as Secretary/Treasurer. On the same motion Raul Brito was elected and qualified as President and Yolanda Soca was elected and qualified as Secretary/Treasurer and members of the Board of Diretors. No other names being proposed the meeting was closed. The Secretary announce the result of the vote as folow:

NAME	ADDRESS	TITTLE
Raul Brito	915 West 74th Avenue Hialeah, Florida 33014-4730	PRESIDENT
Yolanda Soca	4450 West 16th Ave. Apt. 224 Hialeah, Florida 33012	SECRETARY TREASURER

ARTICLE VIII

The shares of Capitol Stocks of this Corporation shall be issue to the followings persons:

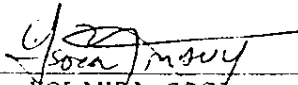
NAME	ADDRESS	SHARES
Raul Brito	915 West 74 Avenue Hialeah, Florida 33010	-50-
Yolanda Soca	4450 West 16th Ave. Apt. 224 Hialeah, Florida 33012-	-50-

IN WILNESS WHEREOF, the Corporation has caused this amendment to Articles of Incorporation to be executed for it , and it name by its President and Attested to by its Secretary/Treasurer both whom have full power and instructions and authority to do so and its Corporate Seal to be hereunto affixed on the City of Miami, County of Dade State of Florida this 29 day of September 1995.

OSWALD MEDICAL SUPPLIES, INC.

  
RAUL BRITO  
PRESIDENT

Having been named as registered agent and to accept the service.  
ATTESTED


  
YOLANDA SOCA  
SECRETARY &  
Registered Agent

STATE OF FLORIDA )  
                          ) S.S.  
COUNTY OF DADE )

I HEREBY CERTIFY : that on this day September 29 1995 personally appeared before me Raul Brito as PRESIDENT and Yolanda Soca as SECRETARY/TREASURER of Oswald Medical Supliess, Inc. who respectively acknowledged that they executed the foregoing amendment of I, VII and VIII Articles of Corporation after having been duly authorized to do so.

WITNESS: My hand and official Seal at City of Miami, County of Dade, State of Florida this 29 day of September, 1995

MY COMMISSION EXPIRED:  
NOV./26/1996

  
JUAN F. DEL CASTILLO  
NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE