

P95000067453

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

RECEIVED  
FEB 14 1995  
TALLAHASSEE, FLORIDA

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

1. FLORIDA GERIATRIC COUNSELING CENTERS  
(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
<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

Examiner's Initials CF

8/31/95

ARTICLES OF INCORPORATION  
OF  
FLORIDA GERIATRIC COUNSELING CENTERS, CORP.

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RECEIVED  
STATE  
CLERK  
JAN 17 1960

ARTICLE I - NAME

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The name of this corporation is:

FLORIDA GERIATRIC COUNSELING CENTERS, CORP.

ARTICLE II - DURATION

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This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. Corporate existence shall commence at the time of filing of the Articles by the Department of State, State of Florida.

ARTICLE III - PURPOSE

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This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

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This corporation is authorized to issue 500 shares of ONE DOLLAR (\$1.00) par value common stock which shall be designated "COMMON SHARES".

ARTICLE V - PREEMPTIVE RIGHTS

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Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class and series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE, INITIAL REGISTERED OFFICE AND AGENT

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The street address of the initial registered office of this corporation is: 5973 SW 42 STREET, MIAMI, FL 33155  
and the name of the initial registered agent of this corporation at that address is: MANUEL E. MENENDEZ  
The street address of the initial principal office of this corporation is: 5535 NW 7 AVENUE, MIAMI, FL 33127

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

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This corporation shall have (2) director(s) initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name(s) and address(es) of the initial director(s) of this corporation is (are):

JOSE R. CRESPO  
7260 SW 13 STREET  
MIAMI, FL 33144

MANUEL E. MENENDEZ III  
164 NE 105 STREET  
MIAMI SHORES, FL 33138

#### ARTICLE VIII - INCORPORATOR(S)

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The name(s) and address(es) of the person(s) signing these articles is (are):

JOSE R. CRESPO  
7260 SW 13 STREET  
MIAMI, FL 33144

MANUEL E. MENENDEZ III  
164 NE 105 STREET  
MIAMI SHORES, FL 33138

#### ARTICLE IX - BYLAWS

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The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

#### ARTICLE X - CALLING OF SPECIAL MEETINGS

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Special meetings of shareholders may be called by the Board of Directors or the holders of not less than one tenth of all shares entitled to vote at the meeting.

#### ARTICLE XI - SHAREHOLDER QUORUM AND VOTING

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The majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote in the subject matter shall be the act of the shareholders.

#### ARTICLE XII - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

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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.

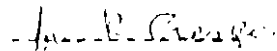
ARTICLE XIII - INDEMNIFICATION

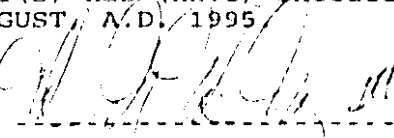
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the law.

ARTICLE XIV - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber(s) has (have) executed these Articles of Incorporation this 23rd day of AUGUST, A.D. 1995

  
JOSE R. CRESPO

  
MANUEL E. MENENDEZ III

RECEIVED  
STATE  
SECRETARY OF  
CORPORATIONS  
AUG 23 1995

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 resident agent.

  
MANUEL E. MENENDEZ  
REGISTERED AGENT

DATE: AUGUST 23rd, 1995.

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION  
FOR  
REINSTATEMENT



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

DIVISION OF CORPORATIONS

DOCUMENT # P95000067453

1. Corporation Name

FLORIDA GERIATRIC COUNSELING CENTERS, CORP.

Principal Office of Corporation

5535 NW 7 AVENUE  
MIAMI FL 33127

Mailing Address

5535 NW 7 AVENUE  
MIAMI FL 33127

If above addresses are incorrect in any way, list through incorrect information and enter correction below.  
2. New Principal Office Address, If Applicable

State, Apt. #, etc.

City & State

Zip

Country

3. New Mailing Office Address, If Applicable

State, Apt. #, etc.

City & State

Zip

Country

REINSTATEMENT

4. Date Incorporated or Qualified  
To Do Business in Florida

08/31/1995

5. FEI Number

65-0614106

Applied For

Not Applicable

6. CERTIFICATE OF STATUS DESIRED ☐

\$8.75 Additional Fee required  
for a Certificate of Status

7. Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

1. Name of Officers  
and/or Directors

2. Street Address of Each  
Officer and/or Director  
(Do NOT Use Post Office Box Numbers)

3. City / State / Zip

~~JOSE, JOSE A~~

~~7000 105 STREET~~

~~MIAMI FL 33144~~

p/d/s

MENENDEZ, MANUEL E III

164 NE 105 STREET

MIAMI SHORES FL 33138

300001990363--9  
-10/30/96--01049--012  
\*\*\*\*383.75 \*\*\*\*383.75

8. Name and Address of Current Registered Agent

MENENDEZ, MANUEL E  
5973 SW 42 STREET  
MIAMI FL 33155

9. Name and Address of New Registered Agent

Name

MANUEL E. MENENDEZ III

Street Address (P.O. Box Number is Not Acceptable)

164 NE 105 STREET

Suite, Apt. #, Etc.

City

MIAMI SHORES

State

FL

Zip Code

33138

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of  
Registered Agent

*[Signature]*

REGISTERED AGENT MUST SIGN

Date 09/30/96

11. Does this corporation pay any intangible tax to the  
Dept. of Revenue under S. 199.032, Florida Statutes. Yes ☐ No ☒

(See other side for information  
on intangible tax.)

12. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application, the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., that all fees owed by the corporation have been paid, and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(c), F.S. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE: X

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

*[Signature]*

09/30/96

Daytime Phone #

756.1519