

P95000068188

FILED
STATE
OPERATIONS

95 SEP 5 10 2:03

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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-09/05/95--01052--025
***122.50 ***122.50

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

1. Dade County Security Corp
(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 af

9/5/95

ARTICLES OF INCORPORATION
OF
DADE COUNTY SECURITY CORP.

FILED
IN THE STATE
OF FLORIDA
95-010-5 IN 2:03

THE UNDERSIGNED incorporator does hereby make, subscribe, acknowledge and file with the Department of State these Articles of Incorporation for the purpose of forming a Corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I - NAME

The name of this Corporation shall be

DADE COUNTY SECURITY CORP.

ARTICLE II - GENERAL NATURE OF BUSINESS

This Corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida

ARTICLE III - CAPITAL STOCK

the maximum number of shares of capital stock authorized to be issued by this Corporation shall be:

<u>SHARES</u>	<u>PAR VALUE</u>
1,000	\$1.00

Each of said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property (other than stock or securities), or in labor or services at a fair valuation to be fixed by the incorporator or by the Board of Directors at a meeting called for such purpose. All stock when issued shall be fully paid for and shall be nonassessable.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this Corporation shall begin business shall be no less than Five Hundred (\$500.00) Dollars.

1

ARTICLE V - TERM OF CORPORATE EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VI - PRINCIPAL OFFICE

The following shall be the street address and the principal office of this Corporation, but the Corporation shall have the power to move the principal office to any other address in the State of Florida, and to establish branch offices and other places of business at such other places within or without the State of Florida that may be deemed expedient:

1800 S.W. 27th Avenue - Ste. 202
Miami, Fl. 33145

ARTICLE VII - DIRECTORS

There shall be a Board of Directors for this Corporation which shall consist of not less than one (1) and not more than nine (9) directors, the number of the same to be fixed by the corporate By-Laws. Each of said Directors shall be of full age and at least one of them shall be a citizen of the United States. Any Director may be removed, without cause, at any annual or special meeting of the Stockholders, where a quorum is present in person or by proxy, by the affirmative vote of a majority of the outstanding stock of the Corporation entitled to vote at said meeting. Any officer of the Corporation may be removed, without cause, at any annual or special meeting of the Board of Directors, where a quorum is present, by the affirmative vote of a majority of the Directors present.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The member(s) of the first Board of Directors are:

<u>DIRECTORS</u>	<u>ADDRESS</u>
PEDRO RODRIGUEZ	5617 S.W. 142th Avenue, Miami, Florida 33183
ERNESTO LAUZARDO	5531 N.W. 203th Terrace, Miami, Florida 33155
JORGE ALONSO	1060 S.W. 29th Avenue, Miami, Fl. 33135

The members of the first Board of Directors, unless otherwise provided by the By-Laws, shall hold office for the first year of the corporate existence or until their successors are elected or appointed and have qualified.

ARTICLE IX - SUBSCRIBERS

The name and address of the subscriber(s) to these Articles of Incorporation and the number of shares subscribed thereto are:

<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
PEDRO RODRIGUEZ	5617 S.W. 142th Ave., Miami, Fl. 33183	250
JORGE ALONSO	1060 S.W. 29th Ave. Miami, Fl. 33135	250
ERNESTO ALUZARDO	5531 N.W. 203th Terr. Miami, Fl. 33155	250

ARTICLE X - OFFICERS

The officers of this Corporation shall be a President, who shall be a Director, a Secretary and a Treasurer and such officers, agents and factors as may be deemed necessary. All officers, agents and factors shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors. Any person may hold two or more offices, except that the President shall not be also made the Secretary or Assistant Secretary of this Corporation. The initial officers of the Corporation shall be as follows:

<u>OFFICERS</u>	<u>ADDRESSES</u>
PEDRO RODRIGUEZ (President)	5617 S.W. 142th Ave., Miami, Fl. 33183
ERNESTO LAUZARDO (Vice-Pres.)	5531 N.W. 203th Terr., Miami, Fl. 33155
JORGE ALONSO (Secretary)	1060 S.W. 29th Ave., Miami, Fl. 33135
PEDRO RODRIGUEZ (Treasurer)	5617 S.W. 142th Ave.- Miami, Fl. 33183

ARTICLE XI - REGISTERED AGENT

The registered agent of the Corporation shall be:

NAME

ADDRESS

PEDRO RODRIGUEZ

5617 S.W. 142th Ave.
Miami, Fl. 33183

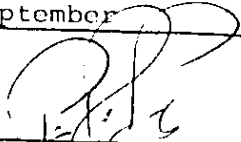
The registered office of the Corporation shall be:

5617 S.W. 142th Ave.
Miami, Fl. 33183

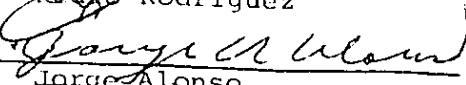
ARTICLE XIII - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the Laws of the State of Florida, and all rights conferred upon the stockholders herein are subject to this reservation.

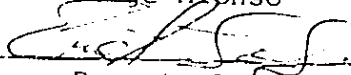
IN WITNESS WHEREOF, ___ undersigned, being each of the original subscriber(s) to the capital stock hereinabove named, for the purpose of forming a Corporation to do business both within and without the State of Florida, under the Laws of Florida, do ___ make and file these Articles, hereby declaring and certifying that the facts herein stated are true and do ___ respectfully agree to take the number of shares hereinabove set forth, and hereunto ___ hand ___ and seals, this 1st day of September, 1995



Pedro Rodriguez



Jorge Alonso



Ernesto Lauzardo

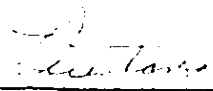
STATE OF FLORIDA)
COUNTY OF DADE)

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BEFORE ME, the undersigned authority, personally appeared

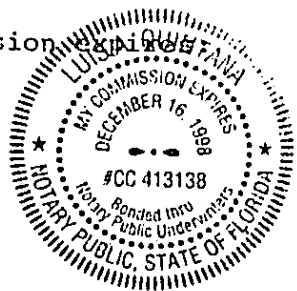
who ___ known to me to be the person(s) described in and who executed the foregoing Articles of Incorporation, and who, after being by me first duly sworn on oath, depose__ and say__ and do __ acknowledge before me, that the said Articles to be the act and deed of signer __ respectively and respectfully, and the facts and matters therein set forth are true and correct.

WITNESS my hand and official seal at Miami, Dade County, Florida, this 1st day of September, 1995



NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My Commission Expires



FILED
DEPARTMENT OF STATE
CORPORATIONS
95 572-5 9/12/95

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designation the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is: _____
_____ DADE COUNTY SECURITY CORP. _____

2. The name and address of the registered agent and office is: PEDRO RODRIGUEZ
5617 S.W. 142th Ave.

(P. O. Box not acceptable)

Miami, Fl. 33183

(City/State/Zip)

SIGNATURE Jorge Alonso
(Corporate Officer)
Jorge Alonso
TITLE Secretary
DATE September 1st, 1995

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE I HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE Pedro Rodriguez
DATE September 1st., 1995

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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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(Corporation Name) (Document #)

2. _____
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3. _____
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Certified Copy

Mail out Will wait Photocopy

Certificate of Status

FILED
95 SEP 28 PM 12:26
TALLAHASSEE FLORIDA
SECRETARY OF STATE

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NC
9-28

Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

FILED
SEP 27 1995

PURSUANT TO SECTION 607.1006, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ADOPTED THE FOLLOWING ARTICLES TO AMEND TO ITS ARTICLES OF INCORPORATION.

THE NAME OF THE CORPORATION IS:

DADE COUNTY SECURITY CORP.

AMENDMENT ARTICLE I

THE NAME OF THE CORPORATION IS CHANGED TO:

DADE COUNTRY SECURITY CORP.

THIS ARTICLES OF AMENDMENT WAD ADOPTED ON THE 27 DAY OF SEPTEMBER 1995. THE CORPORATION HAS ONLY ONE GROUP OF VOTING STOCK. THIS AMENDMENT WAS U'ANIMOUSLY ADOPTED.

DADE COUNTY SECURITY CORP.
CORPORATION NAME
BY [Signature]
PRESIDENT/ TREASURER
PEDRO RODRIGUEZ
PRINT NAME