

P96000001475

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96 JAN -5 AM 11:28

DIVISION OF CORPORATION

OFFICE USE ONLY

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

900001680269  
-01/05/96--01065--029  
\*\*\*\*122.50 \*\*\*\*122.50

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

1. ROFAN MEDICAL SUPPLY 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
<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

JP

1/5/96

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 JAN -5 PM 2:34

**CERTIFICATE OF INCORPORATION**

**OF**

**ROFAN MEDICAL SUPPLY INC.**

We, the undersigned subscribers to these Articles of Incorporation natural persons competent to contract from a Corporation the Laws of the State of Florida.

**ARTICLE I, NAME OF CORPORATION:**

The name of the corporation shall be **ROFAN MEDICAL SUPPLY INC.**

**ARTICLE II, GENERAL NATURE OF THE BUSINESS:**

The general nature of the business and the object and purpose to be transacted and carried on are:

To conduct any and all business not prohibited by the Laws of the United States and State of Florida.

To conduct business to have one or more officers in and manufacture, buy, hold, mortgages, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights and licenses, in the State of Florida and other countries to conduct debts and borrow money, issued and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfer of corporate properties, or instruments to secure the payments of corporate indebtedness as require.

To purchase the Corporate assets or any other Corporation and engage in the same or other character of business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences or indebtedness created by any other corporation of the State of Florida, or any other State or government and while owner of such stock to exercise all the rights, powers and privileged of ownership, including the right to vote such stock.

**ARTICLE III, CAPITAL STOCK:**

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 1000 shares at \$1.00 per share. Such stocks may be issued by the Corporation from time to time for such consideration as may be fixed by the Board of Directors thereof, and may be paid in cash, labor or services.

**ARTICLE IV, INITIAL CAPITAL:**

The number of shares with which this Corporation shall commence business is not less than 500 common stock, and the amount of capital with which this Corporation shall commence business will not be less than Five Hundred Dollars ( \$ 500.00 ).

**ARTICLE V, TERM:**

The Corporation shall continue perpetually, unless sooner dissolved according to laws.

**ARTICLE VI, PRINCIPAL PLACE OF BUSINESS:**

The initial place of business of said Corporation in this State shall be 3205 W 16 Avenue E-100 Hialeah, Florida 33012 but the Board of Directors may from time to time, move the principal place of the office to any other address in the State of Florida.

**ARTICLE VII, DIRECTORS:**

The business of the Corporation shall be conducted by the Board of Directors, and the number of which Directors shall be fixed by the Stockholders at any regular or called meeting, but the number of Directors shall not be less than one. A majority of the Board shall constitute a quorum. The members of the Board of Directors shall be elected at the annual meeting of Stockholders, and the several officers, as the case may provide for in the by-laws, shall be elected by the Board of Directors at a meeting held immediately after the adjournment of the annual stockholders meeting.

**ARTICLE VIII, FIRST BOARD OF DIRECTORS:**

The names and addresses of the First Board of Directors, who, subject to the provisions of the Certificate of Incorporation, the by-laws of the Corporation and the Statutes of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors have been elected and qualified, are as follow:

Aristides Fontan  
President/Secretary/Treasurer  
3205 West 16 Avenue E-100  
Hialeah, Florida 33012

**ARTICLE IX, STOCK:**

The proceeds of the stock subscribed for will be at least as much as the amount necessary to begin business. The name and place of residence of the subscriber to the capital stock and the number of the shares subscribed for are as follows:

Aristides Fontan  
3205 W 16 Avenue E-100  
Hialeah, Florida 33012  
500 Shares at \$ 1.00 per  
share = \$ 500.00

**ARTICLE X, OFFICERS:**

The names and mailing addresses of the incorporator, who subject to the provisions of this Certificate of Incorporation, the by-laws of the Corporation and the statutes of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors have elected and qualified, are as follows:

Aristides Fontan  
President/Secretary/Treasurer  
3205 West 16 Avenue E-100  
Hialeah, Florida 33012

**ARTICLE XI, AMENDMENT:**

These Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at the Stockholders' meeting by a majority of the stocks entitled to vote thereon, unless all Directors and all Stockholders sign a written statement manifesting their intention that certain amendments of these Articles of Incorporation be made.

I, the undersigned, being the original subscriber to the capital stock and Articles of Incorporation, herein above name for the purpose of forming a Corporation to do business within and without the State of Florida, General Act of 1925, and all amendments hereto, to make and file this Certificate hereby declaring that the facts herein stated are true and do respectively agree to take the number of shares of stock herein above set forth, and have accordingly set our hands and seal on this 4 day of January 1996.

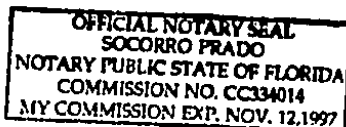
Aristides Fontan  
ARISTIDES FONTAN  
PRESIDENT/SECRETARY/TREASURER  
3205 WEST 16 AVENUE E-100  
HIALEAH, FLORIDA 33012

STATE OF FLORIDA)  
                          ) ss  
COUNTY OF DADE )

I, HEREBY CERTIFY THAT, on this day, before me, a notary public, duly authorized in the State of Florida and County of Dade to take acknowledgement, personally appeared Aristides Fontan to me well known to be the persons described as subscribers in and who executes the foregoing Articles of Incorporation.  
WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE NAMED ABOVE THIS 4 DAY OF January 1996.

Socorro Prado  
NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

My Commission Expires:



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 JAN -5 PM 2:34

CERTIFICATE DESIGNING PLACE OF BUSINESS AND DOMICILE FOR THE  
SERVICE WITHIN THIS STATE, NAMING AGENT UPON PROCESS MAY BE SERVED.

In pursuance of Chapter 48,901, Section  
607, 164 Florida Statutes, the following  
is submitted, in the compliance with said  
act:

FIRST: **ROFAN MEDICAL SUPPLY INC.**

desiring to organized under the Laws of  
the State of Florida, with the principal  
office, as indicated in the Articles of  
Incorporation, at the City of Miami  
County of Dade, State of Florida, has named  
Noemi A. Rodriguez located at 84 East 64  
Street Hialeah, Florida 33013 its agent to  
accept service of process within this  
State.

**ACKNOWLEDGEMENT:**

Having been named to accept services of  
process for the above stated 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.

  
\_\_\_\_\_  
NOEMI A. RODRIGUEZ  
REGISTERED AGENT

**DALE L. MACKENZIE GROSS**

*Attorney at Law*

**GENERAL PRACTICE  
PERSONAL INJURY & WRONGFUL DEATH  
INSURANCE LAW  
TRIAL PRACTICE  
(COMMERCIAL & GENERAL)**

**LAW OFFICES:  
MAIL: P.O. BOX 40041  
ST. PETERSBURG, FLORIDA 33743**

**PHONE: (813) 321-3291  
(ADDITIONAL JURISDICTION -  
TEXAS)**

**P960000001475**

20 March 1996

Ms. Lynn Turley  
Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Pret, Inc.  
Pret 3, Inc.

PRET, Inc.

**FILED  
96 MAR 22 PM 12:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

Dear Ms. Turley:

Pursuant to our conversation this date, I am enclosing another set of the papers originally sent to the Division of Corporation on 2/26/96, for Pret, Inc. (It is my understanding that you are in possession of the papers submitted for Pret 3, Inc.).

Please be sure to change your records to reflect the following mailing address for any future correspondence for either Pret, Inc., or Pret 3, Inc.:

**DALE MACKENZIE GROSS  
P.O. BOX 40041  
ST. PETERSBURG, FL 33743**

Further, as the Registered Agent for both corporations in the State of Florida, please direct all inquiries to this office, 813-321-3291. Your assistance in this matter is greatly appreciated.

Very truly yours,

*Dale L. Gross*

Dale L. Gross

DLG/clh

**F96-1475  
LT  
3-22-96**

VTREG/LATURLEY.LTI

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-03/22/96--01024--011  
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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION  
TO TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE  
STATE OF FLORIDA:

1. PRET, Inc.  
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Pennsylvania  
(State or country under the law of which it is incorporated)
3. 23-2363808  
(FBI number, if applicable)
4. August 2, 1985  
(Date of Incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")

6. MARCH 11, 1991 through P33091  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 1235 Westlakes Drive, Suite 320 90 Dale Gross  
Berwyn, PA 19312 P.O. Box 40041  
Principal St. Petersburg FL  
(Current mailing address) 33743
8. Environmental Consulting  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box acceptable) **NOT**

Name: Dale Gross

Office Address: 6720 13th Avenue North

St. Petersburg, Florida, 33710  
(Zip Code)

**10. Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dale A. Gross (ATTY.)  
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

Submitted 2/26/96

PA. Cert. Attached.

**12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)**

**A. DIRECTORS (Street address only- P. O. Box NOT acceptable)**

Chairman: Elly K. Triegel (Solo Director)

Address: 1235 Westlakes Drive, Suite 320

Berwyn, PA 19312

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS (Street address only- P. O. Box NOT acceptable)**

President: Elly K. Triegel

Address: 1235 Westlakes Drive, Suite 320

Berwyn, PA 19312

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: Same as above

Address: \_\_\_\_\_

Treasurer: Same as above

Address: \_\_\_\_\_

**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Elly K. Triegel

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. President

(Typed or printed name and capacity of person signing application)



COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

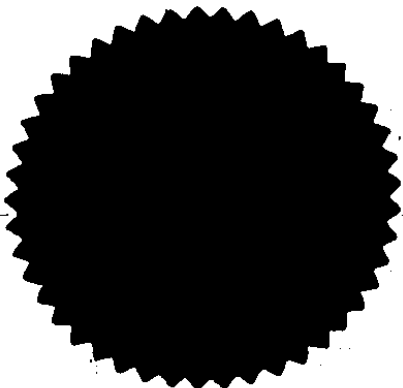
FEBRUARY 20, 1996

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

PRET, INC.

is duly incorporated under the laws of the Commonwealth of Pennsylvania and remains a subsisting corporation so far as the records of this office show, as of the date herein.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

*Grette Kunkin*

Secretary of the Commonwealth

CFEN