	1- NAC OF	# An (1: 36
		CORPURATION
LAZARUS CORPORAT	E INDUSTRIES, INC.	
890 S.W. 87 AVEN		
(Address)		
MIAMI, FLORIDA (City, State, Zip)	33174 (305)552-5973 (Phone #)	OFFICE USE ONLY
LOCAL REPRESENTA		
(904)385-6715		
<del>-</del>		500001681415 -01/08/9601037011
CORPORATION NAM	AE(s) & DOCUMENT NUMBI	****122.50 ****122.50 ER(s) (if known):
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1. JNAC	PENCENI F	(Document ) SERVICES Ju
2.		(Dooment #1
(Corporati	on Name)	(Document #)
3. (Corporation	/ \$11	(Document #)
4.		(Document # )
	ion Name)	(Document #)
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NEW FILINGS	AMENDMENTS	28326-01128-053
NEW FILINGS	Amendment	**************************************
NonProfit	<del></del>	
<del></del>	Resignation of R.A., Officer/Di	irector
Limited Liability  Domestication	Change of Registered Agent	
Domestication	Dissolution/Withdrawal	
Other	Merger	
OTHER FILINGS	REGISTRATION/	
Annual Report	QUALIFICATION	
Fictitious Name	Foreign	
Name Reservation	Limited Partnership	••
lyding resorvation.	Reinstatement	
	Trademark	<u></u>
	Other	Examiner's Initials
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		<b>.</b>

#### ARTICLES OF INCORPORATION

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#### Independent Financial Services, Inc.

OF

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

### ARTICLE ONE

The name of the corporation is <u>Independent Financial Services</u>, <u>Inc.</u> and the principal office is located at <u>8900 SW 107 Avenue</u>, <u>Suite 302</u>, <u>Miami</u>, <u>FL 33176</u> or such other address as the officers may from time to time designate.

#### ARTICLE TWO DURATION

The term of existence of the corporation is perpetual.

# ARTICLE THREE PURPOSE

The corporation may engage in any or all lawful business permitted to corporations under the laws of the STATE OF FLORIDA, or any other state, country, territory or nation.

# ARTICLE FOUR CAPITAL STOCK

The maximum number of shares which the corporation has authority to issue is 1,000 shares, all of which shall be common shares with a par value of \$1.00 each.

#### ARTICLE FIVE REGISTERED OFFICE

The principal address of the initial registered office of the corporation shall be <u>8900 SW 107 Ave., Suite 302, Miami, Florida 33176.</u> The name of the initial registered agent at such address is <u>Robert E. Carlson</u>.

## ARTICLE SIX PRE-EMPTIVE RIGHTS

The shareholders shall have Pre-emptive Rights.

#### ARTICLE SEVEN DIRECTORS

The Board of Directors of the corporation shall consist of at least one member and not more than eleven.

The name and address of initial Directors of the Board is:

NAME

#### **ADDRESS**

Michael J. Conway

8900 SW 107 Avenue, Suite 302

Miami, Florida 33176

Steven C. Klein

8900 SW 107 Avenue

Miami, Florida 33176

#### INCORPORATORS

The name and address of the incorporator is:

NAME

ADDRESS

Robert E. Carlson

8900 SW 107 Ave., Suite 302 Miami, FL 33176

IN WITNESS WHEREOF, I have subscribed my name this <u>3rd</u> day of <u>January</u>, 1996.

Robert E. Carlson, Incorporator

STATE OF FLORIDA:

SS

COUNTY OF DADE :

On this <u>3rd</u> day of <u>January</u>, 1996, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Robert E. Carlson, known to me to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purpose herein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

NOTARY PUBLIC

STATE OF FLORIDA AT LARGE

MY COMMISSION EXPIRES:

SYLVIA S. ADAMS

NOTARY
PUBLIC S Bonded By Service Ins

No. CC203430

My Personally Known 13 Other L.O.

FILED STATE DIVISION OF CORPORATIONS

#### CERTIFICATE OF DESIGNATION

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### 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 designating the registered office / registered agent, in the State of Florida.

- 1. The name of the corporation is Independent Financial Services, Inc.
- The name and address of the registered agent and office is Robert E. Carlson, 8900 SW 107 Ave., Suite 302, Miami, FL 33176.

Robert E. Carlson				
Robert E. C.	arlson,	Incorporator		
1-03-96				
Date				

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.

Robert E. Carlson, Registered Agent

1-03-96
Date

State of Florida County of Dade

The foregoing instrument was acknowledged and sworn to before me this 3rd day of January, 1996.

Notary Public

My Commission | Notary | My Comm Exp. 5/25/96 | Notary | My Comm Exp. 5/25/96 | No. CC203430 | No. CC20340 |