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RECEIVED  
96 JAN -9 AM 11:34  
DIVISION OF CORPORATION

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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-01/09/96--01070--023  
\*\*\*\*122.50 \*\*\*\*122.50

OFFICE USE ONLY

**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (If known):**

1. FRANCIS DESIGN AND PHOTOGRAPHY, 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

CP  
1/19/96

CERTIFICATE OF INCORPORATION

OF

FRANCIS DESIGN AND PHOTOGRAPHY, INC.

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JAN -7 PM 2:44

WE, the undersigned, do hereby associate ourselves together and subscribe this Certificate of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, and subject to the following provisions:

ARTICLE ONE

THE NAME of the Corporation shall be:

FRANCIS DESIGN AND PHOTOGRAPHY, INC.

THE CORPORATION may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE TWO

THE MAXIMUM number of shares of stock which the corporation shall have outstanding at any time, shall be 100 shares of stock which shall be common stock at par value of \$1.00 per share. All or any part of the capital stock may be paid for either in lawful monies of the United States of America, or in services, at a true valuation thereof.

ARTICLE THREE

THIS CORPORATION shall begin business with a minimum capital in the amount of ONE HUNDRED DOLLARS AND 00/1.00 (\$100.00)

ARTICLE FOUR

THE CORPORATION shall have perpetual existence.

#### ARTICLE FIVE

THE PRINCIPAL office of the Corporation shall be located at:

2104 West 62nd Street  
Hialeah, Florida 33016

OTHER OFFICES for the transaction of business may be located wherever the Directors may deem necessary or expedient.

#### ARTICLE SIX

THE BUSINESS of the Corporation shall be managed by a Board of Directors, who need not be stockholders of the Corporation. The number of Directors, not less than one, shall be fixed by resolution of the stockholders at any regular or special meeting, subject to the manner of holding such meetings prescribed by the By-Laws.

#### ARTICLE SEVEN

THE NAMES and post office addresses of the members of the First Board of Directors and Officers who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

#### BOARD OF DIRECTORS

LEONEL LOPEZ

#### OFFICERS

LEONEL LOPEZ

President / Secretary / Treasurer/  
Director

#### ARTICLE EIGHT

THE NAMES and post office addresses of each of the subscribers to this Certificate of Incorporation are as follows:

LEONEL LOPEZ  
4151 West 18th Lane  
Hialeah, Florida 33012

ARTICLE NINE

THIS CORPORATION shall have full power to carry on and transact each or all of the businesses enumerated in Article Two this Certificate, and shall have all the general and additional powers now and hereafter conferred upon it by law.

ARTICLE TEN

THIS CORPORATION shall have the power to issue the whole or any part, determined by the Board of Directors, of the shares of the capital stock as partly said, subject to calls thereon until the whole thereof shall have been paid.

ARTICLE ELEVEN

UPON ELECTION of a Board of Directors by the stockholders, such Board of Directors shall manage the business affairs of this corporation without the necessity of further authority from the stockholders, except as by law or in this Certificate otherwise provided by the By-Laws of the Board of Directors. All holders of common stock of this corporation shall be entitled to vote the same in the manner provided by law whether said stock shall be fully or partially paid unless otherwise determined by the Board of Directors at or before the time of issuance thereof.

ARTICLE TWELVE

THE CORPORATION shall designate RAUL F. PINO, ESQUIRE with offices located 2440 CORAL WAY, MIAMI, FLORIDA 33145 its duly authorized Registered Agent to be in charge of the Corporate Registered Office as required by State Law.

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

IN PURSUANCE of Chapter 49.091, Florida Statutes, the following is submitted, in compliance with said Act:

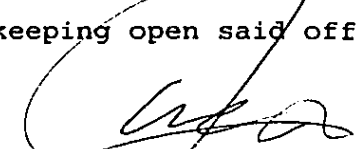
FIRST-- FRANCIS DESIGN AND PHOTOGRAPHY, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of Miami, County of Dade, State of Florida, has named:

**RAUL F. PINO, ESQUIRE**

as its Registered Agent to accept service of process within the State.

**ACKNOWLEDGMENT:**

Having been named to accept service of progress 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 provision of said Act relative to keeping open said office.

  
\_\_\_\_\_  
RAUL F. PINO, ESQUIRE

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 JAN -9 PM 2:44

WITNESS WHEREOF, the undersigned Incorporators have hereunto  
set their hands and affixed their seals on this 5  
day of January, 1996.

  
LEONEL LOPEZ, President, Secretary  
Treasurer and Director.

STATE OF FLORIDA )

COUNTY OF DADE )

BEFORE ME, the undersigned authority, duly authorized to  
administer oaths and take acknowledgments, personally appeared:

LEONEL LOPEZ  
who has produced FL DRIV. LIC., as identification  
and/or is personally known to me who after first being duly sworn,  
executed the foregoing Certificate of Incorporation, freely and  
voluntarily for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official  
seal at Miami, Dade County, Florida, this 5th day of January, 1996.

  
NOTARY PUBLIC, STATE OF FLORIDA  
MIRELLA RAMIREZ  
MY COMMISSION EXPIRES:

