

P96000013542

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

800001713828

-02/13/96--01101--012

\*\*\*\*122.50 \*\*\*\*122.50

Office Use Only

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

1. DE LA MADRID MEDICAL, INC.  
(Corporation Name) (Document #)
2. Translation: The Madrid Medical, Inc.  
(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 State

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

FILED  
96 FEB 13 PM 1:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
RECEIVED  
96 FEB 13 AM 11:45  
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION  
OF

De La Madrid Medical, Inc.

FILED

96 FEB 13 PM 1:11

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

De La Madrid Medical, Inc.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:  
To have perpetual succession by its corporate name.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is the total sum of 100 shares, having an individual par value of \$10.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

#### ARTICLE V

Each of the Shareholders covenants and agrees that he will not sell, assign, transfer, donate or otherwise dispose of, or pledge, hypothecate or otherwise encumber any of the shares of the Corporation's stock except upon the prior written consent of the remaining Shareholders.

#### ARTICLE VI

The street address of the initial registered office and the name of the initial Resident Agent of this corporation shall be:

FRANCISCO DE LA MADRID  
8045 NW, 64th Street  
Miami, FL 33166

The principal address shall be:  
8045 NW, 64th Street  
Miami, FL 33166

#### ARTICLE VII

The initial Board of Directors shall consist of a total of two (2) persons and the name and address of the persons who are to serve as an initial directors are:

PRESIDENT / SECRETARY

FRANCISCO DE LA MADRID  
8045 NW, 64th Street  
Miami, FL 33166


VICE-PRESIDENT / TREASURER

TERESITA DE LA MADRID  
8045 NW, 64th Street  
Miami, FL 33166

The name and address of the incorporator executing these Articles of Incorporation is:

FRANCISCO DE LA MADRID  
8045 NW, 64th Street  
Miami, FL 33166

IN WITNESS WHEREOF, the undersigned incorporator has (ve) executed these Articles of Incorporation this 13 day of February, 1996.

x 

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Francisco de la Madrid and Teresita de la Madrid known to me and known by me to be the person (s) who executed the foregoing Articles of Incorporation, and he (they) acknowledge before me that he (they) executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 13 day of February, 1996.

\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE

My Commission Expires:

FILED

96 FEB 13 PM 1:11

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT / REGISTERED OFFICE TALLAHASSEE, FLORIDA

SECRETARY OF STATE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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:

De La Madrid Medical, Inc.

2. The name and address of the registered agent and office is:

Francisco de la Madrid

(NAME)

8045 NW, 64th Street

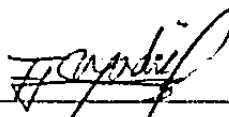
(P.O. BOX NOT ACCEPTABLE)

Miami, FL 33166

(CITY/STATE/ZIP CODE)

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 REGISTERED AGENT.

Signature ☒



Date 02.13.96

996000013542

FILED

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

96 FEB 20 PM 1:52

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

200001719142  
-02/20/96--01022--023  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Office Use Only

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

1. DE LA MADRIZ MEDICAL, 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

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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED  
96 FEB 20 AM 11:01  
DIVISION OF CORPORATION

N. HENDRICKS FEB 20 1996

Examiner's Initials	
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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
DE LA MADRID MEDICAL, INC.

FILED  
96 FEB 20 PM 1:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:*

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, or deleted).

ARTICLE I

The name of this corporation shall be:

DE LA MADRID MEDICAL, INC.

ARTICLE VI

The street address of the registered office and the name of the Resident Agent of this corporation shall be:

FRANCISCO DE LA MADRID  
8045 NW, 64th Street  
Miami, FL 33166

The principal address shall be:  
8045 NW, 64th Street  
Miami, FL 33166

ARTICLE VII

The Board of Directors shall consist of a total of two (2) persons and the name and address of the persons who are to serve as an directors are:

PRESIDENT / SECRETARY  
FRANCISCO DE LA MADRID  
8045 NW, 64th Street  
Miami, FL 33166

VICE-PRESIDENT / TREASURER  
TERESITA DE LA MADRID  
8045 NW, 64th Street  
Miami, FL 33166

The name and address of the incorporator executing these Articles of Incorporation is:  
FRANCISCO DE LA MADRID  
8045 NW, 64th Street  
Miami, FL 33166

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 02/16/96

FOURTH: Adoption of Amendment(s) (check one)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.

*The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

*"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_".*

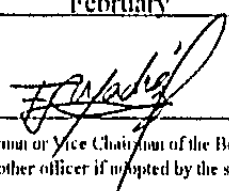
(voting group)

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 16 day of February, 19 96.

Signature ☒

  
(By the Chairman or Vice Chairman of the Board of Directors,  
President or other officer if adopted by the shareholders)

OR

(By a Director if adopted by the Directors)

OR

(By an incorporator if adopted by the incorporators)

FRANCISCO DE LA MADRIZ

Typed or printed name

President

Title