

090000017351

LAZARUS CORPORATE INDUSTRIES, INC.  
Requestor's Name

890 S.W. 07 AVENUE SUITE 16  
Address

MIAMI, FLORIDA 33174 (305)552-5973  
City/State/Zip Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

Office Use Only

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

- METRO CLINICAL LAB, INC.  
(Corporation Name) (Document #)
- \_\_\_\_\_  
(Corporation Name) (Document #)
- \_\_\_\_\_  
(Corporation Name) (Document #)
- \_\_\_\_\_  
(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

800001724078  
02/26/96 - 01019 - 010  
\*\*\*\*122.50 \*\*\*\*122.50

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

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96 FEB 26 AM 11:40  
DIVISION OF CORPORATION

ga/26/96

ARTICLES OF INCORPORATION  
OF

**METRO CLINICAL LAB, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 FEB 26 PM 2:06

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 I

THE NAME of the Corporation shall be:

**METRO CLINICAL LAB, INC.**

ARTICLE II

THE 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

THE MAXIMUM number of shares of stock which the Corporation shall have outstanding at any time, shall be **ONE HUNDRED ( 100 )** shares of stock which shall be common stock of a par value of **FIFTY DOLLARS ( \$ 50.00 )** 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 IV

THIS CORPORATION shall begin business with a minimum capital in the amount of FIVE THOUSAND DOLLARS ( \$5,000.00 ).

ARTICLE V

THIS CORPORATION shall have perpetual existence.

ARTICLE VI

THE PRINCIPAL office of the Corporation shall be located at

3400 CORAL WAY, SUITE 600  
Miami, Florida 33145

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

ARTICLE VII

THE BUSINESS of the Corporation shall be managed by the Board of Directors, who need not be stockholders of the corporation. The number of the 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 VIII

THE NAMES and mailing 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

**JOSE M. RUIZ**  
**3400 CORAL WAY; SUITE 600; Miami, Florida 33145**

OFFICERS:

**JOSE M. RUIZ**  
**3400 CORAL WAY, SUITE 600; MIAMI, FLA. 33145**  
**President and Secretary**

ARTICLE IX

THE NAMES and mailing addresses of each of the subscribers to this Certificate of incorporation are as follows:

**JOSE M. RUIZ**  
**3400 CORAL WAY, SUITE 600; Miami, Florida 33145**

ARTICLE X

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

ARTICLE XI

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

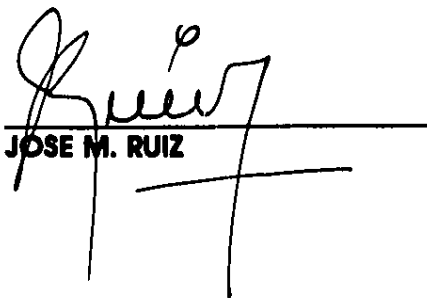
ARTICLE XII

UPON ELECTION of the 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-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 XIII

THIS CORPORATION shall designate **JOSE M. RUIZ** with offices located at **3400 CORAL WAY, SUITE 600; MIAMI, Florida 33145** at its duly authorized Registered Agent to be in charge of the Corporate Registered Office as required by State Law.

IN WITNESS WHEREOF, the undersigned incorporators have hereunto set their hands and affixed their seals on this **19th** day of **February**, **1996**.

  
A handwritten signature in cursive script, appearing to read 'Jose M. Ruiz', is written over a horizontal line. Below the line, the name 'JOSE M. RUIZ' is printed in a bold, sans-serif font. A vertical line extends downwards from the end of the signature, and another horizontal line crosses it near the bottom.

**JOSE M. RUIZ**

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CLERK OF STATE  
CORPORATIONS  
06 FEB 26 PM 2:06

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

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

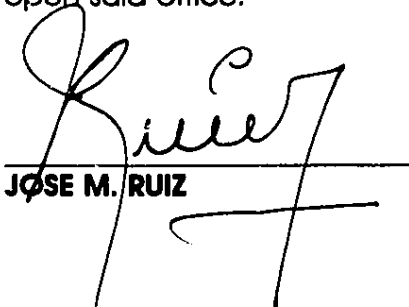
That **METRO CLINICAL LAB, INC.** desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of **MIAMI**, County of **DADE**, State of Florida has named:

**JOSE M. RUIZ**  
**3400 CORAL WAY; SUITE 600**  
**Miami, Florida 33145**

as its Agent to accept service of process within this State.

**ACKNOWLEDGEMENT:**

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

  
**JOSE M. RUIZ**