

P96000019231

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

400001729454  
-03/01796--01063--012  
\*\*\*\*122.50 \*\*\*\*122.50

Office Use Only

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

1. ULTRACARE PHP. CORP.  
(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

TALLAHASSEE, FLORIDA  
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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

RECEIVED  
MAR - 1 PM 11:09  
OFFICE OF CORPORATION

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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ARTICLES OF INCORPORATION

OF

TALLAHASSEE, FLORIDA

ULTRACARE PHP. *Corp*

The under signed hereby agrees to organize a corporation in accordance with Chapter 607, Florida Statute (the "Florida General Corporation Act") as follows:

ARTICLE I. NAME

The name of the Corporation is:

ULTRACARE PHP. *Corp*

ARTICLE II. CORPORATE EXISTENCE

The existence of the Corporation shall be perpetual commencing upon the filing of these Article of Incorporation unless dissolved according to law.

ARTICLE III. NATURE OF BUSINESS

The general nature of the business is primarily to engage in PSYCHOLOGICAL THERAPY PROGRAM SERVICES and any activity, business or enterprise permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the Corporation shall have authority to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock, One (\$ 1.00) per value.

The shares of common stock will be initially issued as follows:

1,000 SHARES OF COMMON STOCK

No shareholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of these stocks.

ARTICLE V. INITIAL OFFICE

The initial address of the principal office of the Corporation shall be:

4100 S.W. 57 AVENUE  
MIAMI, FL. 33155

ARTICLE VI. DIRECTORS

The number of directors constituting the initial board of directors shall be one (1). The number of directors may increase or decrease as provided by the Bylaws of the Corporation in the manner provided by the law.

The names and addresses of the person(s) who shall serve as the initial directors are:

President/Secretary/Tresurer VICTORIA RUBIO  
6520 W. 25 LANE  
HIALEAH, FL. 33016

ARTICLE VII. INCORPORATOR

The name and address of the incorporators of these Articles of Incorporation are:

VICTORIA RUBIO  
6520 W. 25 LANE  
HIALEAH, FL. 33016

ARTICLE VIII. REGISTER AGENT

Pursuant to the provisions of section 607.0501 or 617.0501 Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designations the registered office/registered agent, in the State of Florida.

The name and address of the initial Register Agent of the Corporation is:

VICTORIA RUBIO  
6520 W. 25 LANE  
HIALEAH, FL 33016

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated 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

Victoria Rubio  
3/11/96

The Board of Directors may, from time to time, move the Registered Office of the Corporation to any other address in the State of Florida.

#### ARTICLE IX. PREEMPTIVE RIGHTS

Every shareholder shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) of any or all the shares previously issued, and/or any new issue of stocks for cash of this corporation at the price at which it is offered to others.

#### ARTICLE X. INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director pursuant to the provisions of Section 607.014 of the Florida Statutes, as amended.

IN WITNESS WHEREOF, the incorporator have signed these Articles of Incorporation this 29 day of september, 1995.

Victoria Rubio  
Incorporator

\_\_\_\_\_

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