

096000023/35

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

FD-100 (REV. 12-1-82)
-03/14/96--01074--031
****122.50 ****122.50

Office Use Only

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

1. PROFESSIONAL RESPIRATORY CENTER INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

FILED
SECRETARY OF STATE'S
DIVISION OF CORPORATIONS
96 MAR 14 PM 3:03

- Walk in
 Pick up time 2:06
 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

FILED
SECRETARY OF STATE'S
DIVISION OF CORPORATIONS
96 MAR 14 PM 11:21

9/3/14/96

MARCH 13, 1996

EFFECTIVE DATE

3/13/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 MAR 14 PM 3:03

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: PROFESSIONAL RESPIRATORY CENTER INC.

ARTICLES OF INCORPORATION
Principal Office

6800 S.W 40 ST. SUITE 291
MIAMI, FL. 33155

The undersigned, in order to form a corporation for the purposes hereinafter stated, by and under the provisions of the statutes of the State of Florida, do hereby subscribe to these articles of Incorporation.

Articles I - NAME

The name of this corporation is

PROFESSIONAL RESPIRATORY CENTER INC.

ARTICLES II - DURATION

This corporation shall have perpetual existence. The corporation existence commences at the date of the execution **13TH** day of **MARCH, 1996**

ARTICLES III - PURPOSE

This corporation is organized for the following purposes:

- a) Of transacting any or all business permitted under the laws of the United States of America and the laws of the State of Florida.

b) To Purchase, sell, lease, operate, own, hold, transfer, convey, mortgage, or otherwise encumber, trade, exchange and generally deal in real estate and personal property of every kind, nature and description wheresoever property located, both tangible and intangible and including chooses in action, either as owner, broker, agent, or factor.

c) In the purchase or acquisition of property, business right of franchise, or for additional working capital, or for any other objective on or about its business affair and without limit as to amount, to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issues and sale or other DISPOSITION of bonus, evidence of indebtedness, whether secured by mortgage pledge, deed of trust or otherwise. The corporation might issue its stock for any lawful purpose, including the acquisition of any other entity.

d) To engage in any or all lawful activity and to : institute , participate in and promote and commercial, mercantile, financial and industrial enterprise and operations, and for the purpose of transacting any or all lawful business.

ARTICLE IV - POWER

This corporation is authorized to issue 500 shares of \$ 1.00 each common stock which shall be designated "Common Shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of traction shares) at the price asst. which it is offered to others.

ARTICLES VII - INITIAL REGISTERED OFFICE AND AGENT
NELSON JACOBO CASTRO 6800 S.W 40 ST.
 SUITE 291
 MIAMI, FL. 33155

ARTICLES VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director (s) initially. The numbers of director (s) may be either increased or diminished from time to time by the laws. The names and addresses of the initial director(s) of this corporation until the first annual meeting of shareholders or until their successors are elected and qualify (is).

NAME
NELSON JACOBO CASTRO

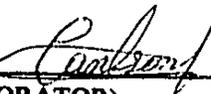
ADDRESS
6800 S.W 40 ST.
SUITE 291
MIAMI, FL. 33155

ARTICLE IX - INCORPORATOR

The name (s) and address (es) of the person (s) signing these articles (is) are:

NAME
NELSON JACOBO CASTRO

ADDRESS
6800 S.W 40 ST
SUITE 291
MIAMI, FL. 33155

Signature 
(INCORPORATOR)
Title President

Date MARCH 13 1996

ARTICLES X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or at any amendment hereto, and any rights conferred upon the shareholders is SUBJECT to this reservation.

The name and address of the INCORPORATOR is:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

NAME
NELSON JACOBO CASTRO

ADDRESS
6800 S.W 40 ST.
SUITE 291
MIAMI, FL. 33155

96 MAR 14 PM 3:03

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statute, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement designating the registered office/ registered agent, in the state of Florida.

1. The name of the corporation is: **PROFESSIONAL RESPIRATORY CENTER INC.**
2. The name and address of the registered agent and office is:

Name: **NELSON JACOBO CASTRO**
Address: **6800 S.W 40 ST.
SUITE 291
MIAMI, FL. 33155**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE FOREGOING ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATED TO THE PROPER AND COMPLETE PERFORMANCE OF DUTIES.

DATE: 3-13-96

SIGNATURE: 

(Registered agent)