

P96000030001

R. Film
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1-2603

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

Office Use Only

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

1. MCDERMOTT & WALTERS SECURITY SERVICES
(Corporation Name) (Document #) INC.
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

100001 POST 1
-04/05/96--01053--032
***126.50 ***126.50

☒ 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

RECEIVED FILED
96 APR -5 AM 11:28 APR -5 PM 1:37
DIVISION OF CORPORATE & STATE
TALLAHASSEE, FLORIDA

Dmc 4/5/96

Examiner's Initials

ARTICLES OF INCORPORATION
OF

MCDERMOTT & WALTERS SECURITY SERVICES, INC.

FILED

06 APR -5 PM 1:37

THE UNDERSIGNED, has executed the following documents for the incorporation 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 the corporation shall be:
MCDERMOTT & WALTERS SECURITY SERVICES, 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; To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute 607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interest in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities,

borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations by mortgage or pledge of all or any of its property, franchised, and income;

To lend money for its corporate purpose, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

To make and alter by-laws, not inconsistent with its Articles of Incorporation or with the laws of this State, for the administration;

To make donations for the public welfare or for financial-table, scientific, or educational purposes;

To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock options plans, and other incentive plans for any or all of its directors, officers, and employees of its subsidiaries;

To be a promotor, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute 607.014;

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is the total sum of (1000) shares, having an individual par value of \$1.00 dollar.

Mike McDermott	500 shares
Harold Walters	500 shares

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

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

Richard F. Kondla

12501 North Kendall Drive
Side Suite
Miami, Florida 33186
(305) 598-3911

ARTICLE VI

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

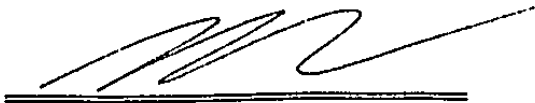
Miko McDermott
12501 North Kendall Drive
Side Suite
Miami, Florida 33186
(305) 598-3911

Harold Walters
12501 North Kendall Drive
Side Suite
Miami, Florida 33186
(305) 598-3911

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

Richard F. Kondla
12501 North Kendall Drive
Side Suite
Miami, Florida 33186
(305) 598-3911

IN WITNESS WHEREOF, the undersigned incorporator has(ve) executed these Articles of Incorporation this 2 day of April, 1996.



Incorporator

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared known, Richard F. Kondla 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 herunto set my hand and affixed my official seal in the state and county aforesaid, this 2 day of April, 1996.



Clegg J. Lee
NOTARY PUBLIC STATE OF FLORIDA
AT LARGE

My commission Expires

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of Section 607.325 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:

MCDERMOTT & WALTERS SECURITY SERVICES, INC.,

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

Richard F. Kondla
12501 North Kendall Drive
Side Suite
Miami, Florida 33186
(305) 598-3911

SIGNATURE [Signature]

Richard F. Kondla

TITLE: Incorporator

Date: 4-2-96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE [Signature]

DATE 4-2-96

P96000030001

Mr. Dermott
7935 S.W. 97th
Miami, FL 33156

400002149014--5
-04/21/97--01094--010
*****35.00 *****35.00
Office Use Only

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

1. _____
(Corporation Name) (Document #)
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(Corporation Name) (Document #)
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(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

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

~~W-11-1585~~

SH 5/5

FILED
97 MAY -5 PM 1:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 25, 1997

Mike McDermott
7935 SW 97th Ter.
Miami, FL 33156

SUBJECT: MCDERMOTT & WALTERS SECURITY SERVICES, INC.
Ref. Number: P96000030001

We have received your document for MCDERMOTT & WALTERS SECURITY SERVICES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amendment must contain a statement that the registered agent is being changed and that the registered agent acceptance is attached.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Steven Harris
Corporate Specialist

Lotter Number: 397A00021422

ARTICLES OF AMENDMENT
TO
ARTICLE OF INCORPORATION
OF

McDERMOTT & WALTERS SECURITY SERVICES, INC,

Pursuant to the provision 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, added or deleted)

ARTICLE V

**Mike McDermott is President and Secretary
and Director**

Harold Walters has resigned as officer and director

ARTICLE I The name of the corporation shall be **McDermott & Associates Security Services, Inc.,**
SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: April 2, 1997

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 shareholders action and shareholder action was not required.

Signed this 2 day of April, 1997.

Signature: _____

Mike McDermott

FILED
97 MAY -5 PM 1:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P96000030001

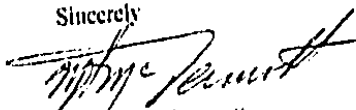
June 19, 1997

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

To Whom It May Concern:

This is to inform you that McDermott & Associates Security Services Inc. address has changed from 7935 S.W. 97th, Terrace; Miami, Fla. 33156, To: 7780 S.W. 117th Avenue Sult #201 Miami, Florida 33183. The phone numbers will remain the same. Should you need to contact me, the number is (305) 279-1224. Thank you very much.

Sincerely



Michael McDermott

KS 7/1