

P960000 40848

BAZARUS 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

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Office Use Only

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

1. NEW HORIZON ORTHODONTICS, 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

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  
95 MAY 13 AM 11:26  
DIVISION OF CORPORATION

CERTIFICATE OF INCORPORATION  
OF

NEW HORIZON ORTHODONTICS, CORP.

We, the undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form of Corporation under the laws of the State of Florida.

ARTICLE I, NAME OF CORPORATION :

The name of the Corporation shall be :

NEW HORIZON ORTHODONTICS, CORP.

ARTICLE II, GENERAL NATURE OF THE BUSINESS :

The general nature of the business and the object and purposes to be transacted and carried on are :

To conduct any and all business not prohibited by the laws of the United States and State of Florida.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights and licenses, in the State of Florida and in other states and other countries. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfer of corporate properties, or other instruments to secure the payments of corporate indebtedness as required.

To purchase the Corporate assets or any other Corporation and engage in the same or other character of business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other Corporation of the State of Florida, or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III, CAPITAL STOCK :

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 200,000 shares at \$0.10 par value. Such stocks may be issued by the Corporation from time to time for such consideration as may be fixed by the Board of Directors thereof, and may be paid in cash, labor or services.

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JAN 13 PM 3:00  
TALLAHASSEE, FLORIDA

ARTICLE IV, INITIAL CAPITAL :

The number of shares with which this Corporation shall commence business is not less than 10,000 shares common stock, and the amount of Capital with which this Corporation shall commence business not be less than ONE THOUSAND DOLLARS ( 1,000) -----

ARTICLE V, TERM :

The Corporation shall continue perpetually, unless sooner dissolved according to laws.

ARTICLE VI, PRINCIPAL PLACE OF BUSINESS :

The initial place of business of said Corporation in this State shall be: 855 EUCLID AVENUE #103 MIAMI BEACH, FL 33139 but the Board of Directors may, from time to time move the principal place of business, or the place of the office to any other address in the State of Florida.

ARTICLE VII, DIRECTORS :

The business of the Corporation shall be conducted by a Board of Directors, and the number of which Directors shall be fixed by the Stockholders at any regular or called meeting, but the number of Directors shall not be less than one. A majority of the Board shall constitute a quorum. The members of the Board of Directors shall be elected at the annual meeting of stockholders, and the several officers as the case may be provided for in the by-laws, shall be elected by the Board of Directors at a meeting held immediately after the adjournment of the annual stockholders meeting.

ARTICLE VIII, FIRST BOARD OF DIRECTORS :

The name and the post office address of the members of the First Board of Directors, who, subject to the provisions of this Certificate of Incorporation, the by-laws of the Corporation and the Statutes of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors have been elected and qualified, as follows :

WILSON DE VEQUI  
RUA ALFONSO DE FREITAS, 66 APT 54  
PARAISO, SAO PAULO S.P. CEP04004-050 BRASIL

ARTICLE IX, SUBSCRIBERS :

The proceeds of the stocks subscribed for will be at least as much as the amount necessary to begin business. The name and place of residence of the subscribers to the capital stock and the number of the shares subscribed for are as follows :

NONE

ARTICLE X, OFFICERS:

The names and post office addresses of the officers, who subject to the provisions of this Certificate of Incorporation, the by-laws of the Corporation and the Statutes of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors have been elected and qualified, are as follows :

WILSON DE VEQUI	
RUA ALFONSO DE FREITAS, 66	President/Secretary
APT #54	
PARAISO, SAO PAULO S.P.	
CEP 04004-050 BRASIL	

ARTICLE XI, AMENDMENT :

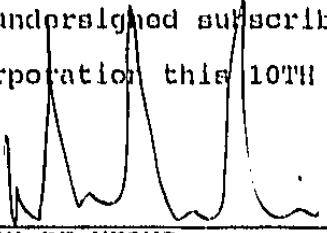
These Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at the stockholder's meeting by a majority of the stocks entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that certain amendments of these Articles of Incorporation be made.

ARTICLE XII. INCORPORATORS :

The names and street addresses of the incorporators to  
these Articles of Incorporation are :

WILSON DE VEQUI  
RUA ALFONSO DE FREITAS, 66 APT #54  
PARAISO, SAO PAULO S.P. CEP 04004-050 BRASIL


The undersigned subscriber have executed these Articles of  
Incorporation this 10TH OF MAY 1996.

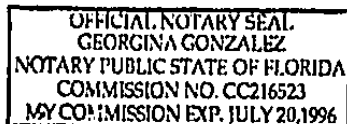
  
WILSON DE VEQUI  
INCORPORATOR

STATE OF FLORIDA    }  
                             }  
COUNTY OF DADE    }

I, HEREBY CERTIFY THAT on this date, before me, a  
Notary Public, duly authorized in the State of Florida  
and County of Dade, to take acknowledgements, personally  
appeared WILSON DE VEQUI-----to me  
well known to be the person described as subscriber (s) in  
and acknowledged before me that he subscribed to those  
Articles of Incorporation.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE  
NAMED ABOVE, THIS 10<sup>th</sup> DAY OF May, 1996.

  
NOTARY PUBLIC-STATE OF FLORIDA AT LARGE



My Commission expires:

Personally Known \_\_\_\_\_ OR Produced Identification X  
Type of Identification Produced 4075522

CERTIFICATE DESIGNING OF BUSINESS OF DOMICILE FOR THE  
SERVICE WITHIN THIS STATE, NAMING AGENT UPON PROCESS MAY  
BE SERVED.


In pursuance of Chapter 48,901 Section 607,164  
Florida Statutes, the following is submitted, in  
compliance with said act :

FIRST: NEW HORIZON ORTHODONTICS, CORP.

desiring to organize under the laws of State of Florida,  
with the principal office, as indicate in the Articles  
of Incorporation, at the City of Miami Beach, County of  
Dade State of Florida has named: GERSON G. DE SOUZA  
mailing address: 855 Euclid Ave. Apt. #103, Miami Beach,  
Fl 33139 as its Agent to accept service of process within  
this state.

ACKNOWLEDGEMENT :

Having been named to accept services 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 provisions of said act  
relative to keeping open said office.

  
\_\_\_\_\_  
GERSON G. DE SOUZA  
RESIDENT AGENT

RECEIVED  
JAN 13 PM 3:00  
ALLIANCE FOR  
FLORIDA