

P96000044028

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

8000011334788

-05/22/96--01072--017

\*\*\*122.50 \*\*\*122.50

Office Use Only

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

1. MR. PAGING BEEPER AND CELLULAR, INC.  
(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 State

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

612  
5/22/96  
TB

WLB - 1053

RECEIVED  
96 MAY 22 AM 10:55  
DIVISION OF CORPORATION



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

May 22, 1996

**LAZARUS CORPORATE INDUSTRIES INC.**  
890 SW 87TH AVENUE STE 16  
MIAMI, FL 33174

**SUBJECT: MR. PAGING BEEPER AND CELLULAR, INC.**  
Ref. Number: W96000010953

We have received your document for MR. PAGING BEEPER AND CELLULAR, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

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) 487-6878.

Terri Buckley  
Corporate Specialist

Letter Number: 296A00025566

RECEIVED  
96 MAY 23 AM 10:48  
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

FILED

96 MAY 23 AM 11:17

MR. PAGING BEEPER AND CELLULAR, INC. SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THIS IS TO CERTIFY that we, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

CORPORATE NAME

The name of this corporation is :

MR. PAGING BEEPER AND CELLULAR, INC.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business and the objects and purposes proposed to be transacted and carried on, are to do any and all of the things herein mentioned, fully and to the same extend as a natural person might or could do, viz :

a) To purchase, acquire, hold, improve, sell, convey, assign, release, mortgage, encumber, lease, hire, construct, equip, operate, manage, and in any other manner deal in real and/or personal property of every name and nature, including stocks and securities of other corps., and to loan money and to take securities for the payment of all sums due the corporation, and to sell, assign, and release such securities, and to carry on any usefull business in connection therewith .

b) to engage in and carry on any business or businesses every act or deed pertaining ther to , either directly or indirectly, which is not prohibited by the laws of the State of Florida, and to so engage in and carry on said business in Florida or any other State in the United States or in any foreign country .

c) to do any and all things necessary, suitable, useful, proper or admissible for the accomplishment of any one of the purposes or for the attainment of any of the objects or further exercise of the power herein set forth, whether herein specified or not, either alone or in connection with other firms, individuals, or corporations, either in the State or throughout the United States, and elsewhere, and to do any other acts or things incidental or pertinent to or connected with the business herein before described or any part or parts thereof, if not inconsistent with the laws under which this corporation is organized .

d) that the main business of the corporation is as follows :

SERVICE AND SALE OF COMMUNICATION EQUIPMENT  
-----

ARTICLE III  
-----

CAPITAL STOCK

The total amount of the authorized capital stock of the corporation shall be 100 shares of common stock, at \$ 1.00 Par Value  
-----

The whole or any part of the capital stock of said Corporation shall be payable in lawful money of the United States of America, or property, labor or services, at a just valuation to be fixed by the Board of Directors, property or labor may also be purchases with the capital stock at such valuation as shall be fixed by the Board of Directors .

ARTICLE IV  
-----

AMOUNT OF CAPITAL TO BEGIN BUSINESS

The amount of capital with which the corporation shall begin business shall be no less than ONE HUNDRED DOLLARS (100.00)  
-----

ARTICLE V  
-----

CORPORATION EXISTENCE

The corporation shall have perpetual existence unless sooner dissolve, according to law .

ARTICLE VI

-----  
PRINCIPAL PLACE OF BUSINESS

The principal place of business of said Corporation shall be :

6741 CORAL WAY, MIAMI, FL. 33155  
-----

with the privilege, however, of having branch offices or places of business at any other place or places within or without the State of Florida, or in foreign countries .

ARTICLE VII

INITIAL BOARD OF DIRECTORS AND OFFICERS

The Corporation shall have 2 directors initially, whose number

-----  
may be increased or diminished by the by-laws from time to time but shall never be less than one (1). The names and post office addresses of the members of the first Board of Directors of this corporation, the PRESIDENT / SECRETARY who subject to the provisions of

-----  
the Articles of Incorporation and the by-laws and General Corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are as follows :

NAME -----	OFFICER -----	ADDRESS -----
MAITTEE MANOAH	PRESIDENT	6741 CORAL WAY MIAMI, FL. 33155
NELIDA VELAZQUEZ	SECRETARY	6741 CORAL WAY MIAMI, FL. 33155

ARTICLE VIII  
-----  
INCORPORATORS

The names and addresses of the persons signing these articles are :

MAITTEE MANOAH

6741 CORAL WAY  
MIAMI, FL. 33155

NELIDA VELAZQUEZ

6741 CORAL WAY  
MIAMI, FL. 33155

ARTICLE IX  
-----  
BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders

ARTICLE X  
-----  
NAME AND ADDRESS OF SUSCRIBERS  
AND NUMBER OF SHARES

Shares of the capital stock of this corporation shall be issued initially to the following persons and in the amounts opposite to their names :

MAITTEE MANOAH

6741 CORAL WAY  
MIAMI, FL. 33155

50 SHARES

NELIDA VELAZQUEZ

6741 CORAL WAY  
MIAMI, FL. 33155

50 SHARES

ARTICLE XI  
-----  
AMENDMENT

This corporation reserves the right to amend, alter, change, or repeal any provision contained in the Articles of incorporation in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to this reservation .

ARTICLE XII  
-----  
REGISTERED OFFICE AND REGISTERED AGENT

This corporation designates as Registered offices :

6741 CORAL WAY, MIAMI, FL. 33155  
-----

This corporation designates as Registered agent :  
MAITTEE MANOAH  
-----

IN WITNESS WHEREOF, we, the undersigned, being all the original subscribers to the capital stock hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, and the United States, to make, subscribe, acknowledge, and file ther Articles, hereby declaring and certifying that the facts herein stated are true, and to respectively agree to take the number of shares of stock hereinbefore set forth, and accordingly, have hereunto set our hands and seals this 21 day of MAY , 1996 .  
-----

-----  
MAITTEE MANOAH (SEAL)

-----  
NELIDA VELAZQUEZ (SEAL)

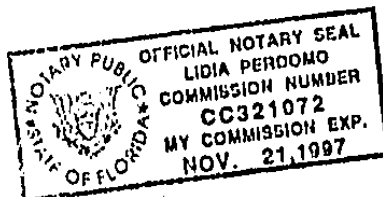
STATE OF FLORIDA )  
                  :     SS  
COUNTY OF DADE    )

BEFORE ME, the undersigned authority, qualified to take  
acknowledgments and administer oaths, personally appeared :  
MAITTEE MANOAH & NELIDA VELAZQUEZ

-----  
to me well known, and known to me to be the individuals described in and  
who executed the foregoing Articles of Incorporation, and each of them  
acknowledged before me, according to laws, they made and subscribed the  
same for the used and purposes therein expressed and set forth .

WITNESS my hand and official seal a Miami, Dade County, Florida,  
this     21     day of           MAY           1996 .  
-----

  
-----  
NOTARY PUBLIC, STATE OF FLORIDA





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

In pursuance of Chapter 48,091, Florida Statutes, the following is  
submitted, in compliance with said Act :

FIRST----- That MR. PAGING BEEPER AND CELLULAR, INC.

-----  
desiring to organize under the laws of the State of FLORIDA

-----  
with its principal office, as indicated in the articles of incorporation  
at City of MIAMI County of DADE

-----  
State of FLORIDA has named MAITTEE MAÑOAH .

-----  
located at 6741 CORAL WAY, MIAMI, FLORIDA 33155

-----  
(Street address and number of building, Post office not accepted)  
City of MIAMI County of DADE

-----  
State of Florida, as its agent to accept service of process within this  
state.

ACKNOWLEDMENT : ( MUST BE SIGNED BY DESIGNATED AGENT )

Having been named to accept service of process for the above stated  
corporation, at place desinated 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.

BY

*Maittee Mañoah*

( RESIDENT AGENT )

RECORDED & INDEXED  
TALLAHASSEE, FLORIDA

96 MAY 23 AM 11:17

FILED

P96000044028

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

02/11/97 01112-000  
OMC Use Only

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☒ Walk in ☒ Pick up time 2:00 ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

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FILED  
97 FEB 11 PM 2:15  
TALLAHASSEE, FLORIDA  
RECEIVED  
97 FEB 11 AM 10:41  
DIVISION OF CORPORATION

N. HENDRICKS FEB 11 1997

Examiner's Initials	
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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION

FILED  
97 FEB 11 PM 2:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

-----  
MR. PAGING BEEPER AND CELLULAR, INC.  
-----

( present name )

Pursuant to the provisions 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 VIII: THIS ARTICLE IS BEING AMENDED BY DELETING ONE DIRECTOR.  
MAITTEE MANOAH RESIGNS AS DIRECTOR, OFFICER AND PRESIDENT OF  
MR. PAGING BEEPER AND CELLULAR, INC.  
NELIDA VELAZQUEZ WAS ELECTED PRESIDENT, SECRETARY AND TREASURER.

ARTICLE XI: THIS ARTICLE IS BEING AMENDED BY ASSIGNING CAPITAL STOCK;  
MAITTEE MANOAH ASSIGNS (50) SHARES OF COMMON STOCK TO NELIDA VELAZQUEZ

THE NEW SUBSCRIBERS ARE: NELIDA VELAZQUEZ (100) SHARES.

MR. PAGING BEEPER AND CELLULAR, INC.  
6741 CORAL WAY  
MIAMI, FL. 33155

SECOND: The date of each amendment's adoption: DECEMBER 31ST, 1996  
-----

THIRD: Adoption of Amendment(s) (check one)

XXXX The amendment(s) was/were adopted by the incorporators  
----- without shareholder action and shareholder action  
was not require.

----- The amendment(s) was/were adopted by the board of  
directors without shareholder action and shareholder  
action was not require.

----- The amendment(s) was/were approved by the shareholders.  
The number of votes cast for the amendment(s) was/were  
sufficient for approval.

( continued )

( continued )

-----  
The amondment(s) was/were approved by the shareholders through  
voting groups.

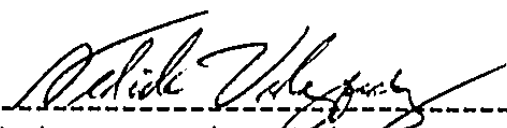
(The following statement must be separately provided for  
each voting group entitled to vote separately on the  
amondment(s).)

The number of votes cast for the amondment(s) was/were  
sufficient for approval by

-----  
( voting group )

Sign this     31ST     day of     DECEMBER     , 19     96  
-----

By

  
-----  
( Chairman or Vice Chairman of the Board of  
Directors, President or other officer if adopted  
by the shareholders )

NELIDA VELAZQUEZ  
-----

( Typed or print name )

INCORPORATOR  
-----

( Title )