P96000049638

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

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****122.50 ****122.50

Office Use Only

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

1. CARRILLO DENTAL LABORATORY, INC.
(Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

☑ Walk in ☒ Pick up time 9:00 ☑ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

	NEW FILINGS
X	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

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DIVISION OF CORPORATIONS

Examiner's Initials SN JUN 11 1996

CR2E031(1/95)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CARRILLO DENTAL LABORATORY, INC.

ARTICLE I

NAME & ADDRESS:

The name of this corporation is Carrillo Dental Laboratory, Inc. and the address is 5755 West Flagler St. #205, Miami, Fl 33144.

ARTICLE II
DURATION

This corporation is to exist perpetually and it shall commence its existence on the date of filing of the Articles of Incorporation with the Secretary of the State of Florida.

ARTICLE III
PURPOSE

The purpose of this corporation is to transact any and all business permitted under the laws of the United States of America and the laws of the State of Florida.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue 500 shares of Common stock at $1.00 par value.

Shares may be issued for such consideration, having a value not less than the par value of the shares issued therefore, as is determined from time to time by the board of directors.

Treasury shares may be disposed of by the corporation for such consideration as may be determined from time to time by the board of directors.

The consideration for the issuance of shares or for the disposal of treasury shares may be paid, in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of the consideration for which shares are to be issued shall have been received by the corporation, such shares shall be deemed to be fully paid and nonassessable.

ARTICLE V
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which healready holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done whithout issuance of fractional shares at the price at which it is offered to others).

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be: 5755 West Flagler St. #203, Miami, Fl 33144.

The name of the initial registered agent at the address shall be: Mario Carrillo.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be increased from time to time in such manner as may be proscribed by the by-laws, but shall never be less than one.

ARTICLE VIII
INITIAL DIRECTORS

The name and address of the members of the initial Board of Directors of this corporation is:

Mario Carrillo 8524 SW 208 Lane Miami, Fl. 33189	Pres/Treas	Azalea Carrillo VP/Sec 8524 SW 208 Lane Miami, Fl. 33189

ARTICLE IX
INDEMNIFICATION

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation, as a director or officer of any other corporation, from and against any and all claims and liabilities to which such a person shall become subject by reason of his having heretofore or hereafter being a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter begin a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any claim or liability provided that no person shall be indemnified against or be reimbursed for, any expense incurred in connection with any claim or liablaity as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of this duties.

The rights accruing to any person under the foregoing provisions shall not include any other right to which he may be lawfully entitled nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be effected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors of officers of such other corporation; any director individually, or any firm of which any director may be a member, may be a part to, or any may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact be, or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board of Directors at which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation or is so interested may be counted in determininjg the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction with the like force and effect as if he were not such director or officer of such other corporation or not so interested.

ARTICLE X
REMOVAL OF DIRECTORS

Any director or the entire Board of Directors may be removed, with or without cause, by a vote of the holders of a majority of the shares then entitled to vote at an election of Directors, at a special meeting of shareholders, called expressly for that purpose.

ARTICLE XI
INCORPORATORS

The name and address of the subscriber to these Articles of Incorporation is:

Mario Carrillo
3524 SW 108 Lane
Miami, Fl. 33189

ARTICLE XII
BY LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors. By-laws adopted by the Board of Directors may be repealed or changed and new by-laws may be adopted by the shareholders, and the shareholders may prescribe in any by-laws made by them that such by-laws shall not be altered, amended, or repealed by the Board of Directors.

ARTICLE XIII
POWERS

This corporation shall have all powers necessary or convenient to effect its purpose as enumerated in the Florida General Corporation Act.

All corporate powers shall be exercised by or under the authority of, and the business affairs of this corporation shall be managed under the director of the Board of Directors.

ARTICLE XIV
AMMENDMENT

These articles of incorporation may be ammended in the manner provided by law. Every ammendment shall be approved by the board of directors, proposed by them to the stockholders and approved at a stockholders meeting by a majority of the stock entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10th day of June, 1996.

Mario Carrillo

Mario Carrillo

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, a notary public authorized to take acknowledgments in the state and county aforesaid, personally appeared Mario Carrillo, known to me to be the one who executed the foregoing Articles of Incorporation and also provided proper identification before signing. IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid this 10th day of June, 1996.

Madeleine D. Longaray
Notary Public
State of Florida at Large

OFFICIAL NOTARY SEAL
MADELEINE D LONGARAY
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC230421
MY COMMISSION EXP. SEPT 19,1996

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.

That CARRILLO DENTAL LABORATORY, INC., desiring to be organized under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, State of Florida, has named Mario Carrillo as agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above state corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act.

Mario Carrillo

REGISTERED AGENT

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96 JUN 11 AM 11:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA