

P 960000 55543

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

9000018802139  
-07/01796--01029--014  
\*\*\*\*122.50 \*\*\*\*122.50

Office Use Only

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

1. USA BEEPERS # 3 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

FILED  
95 JUL - 1 PM 1:46  
TALLAHASSEE  
FLORIDA

95 JUL - 1 11:00:59  
DIVISION OF CORPORATION

JUNE 26, 1996

DEPARTMENT OF STATE  
DIVISION OF CORPORATION  
TALLAHASSEE FLORIDA

I AOUS OWEYDA OWNER OF USA BEEPERS # 1 INC. AND # 2 AUTHORIZE NANCY ESPINOSA TO OPEN A NEW CORPORATION UNDER THE NAME OF USA BEEPERS # 3 INC. I DO NOT HAVE ANYTHING TO DO WITH THIS NEW CORPORATION, I'M JUST LETTING HER USE THE NAME.

  
AOUS OWEYDA

SUBSCRIBED AND SWORN TO BEFORE ME

THIS 28th day of June 1996

  
NOTARY PUBLIC



OFFICIAL SEAL  
DEPARTMENT OF STATE  
DIVISION OF CORPORATION  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**USA BEEPERS # 3 INC.**

**FILED**  
96 JUL -1 PM 1:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, being desirous of forming a corporation under the Laws of the State of Florida, declare:

**ARTICLE I**

**NAME**

The name of this Corporation shall be:

**USA BEEPERS # 3 INC.**

**ARTICLE II**

**AUTHORIZED SHARES**

The maximum number of shares which the corporation is authorized to issue and have outstanding at any time is 1000 shares of common stock, and which common stock shall have a par value of \$ 1 per share. All stock is to be issued fully paid and exempt from assessment.

**ARTICLE III**

**TERM OF CORPORATE EXISTENCE**

The date when corporate existence shall commence shall be upon the filing of these Articles with the Department of State. The corporation shall have perpetual existence unless dissolved according to law.

**ARTICLE IV**

**REGISTERED OFFICE AND AGENT**

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First-That USA BEEPERS # 3 INC. desiring to organize under the laws of the State Florida with its principal office as indicated in the articles of Incorporation at City of Miami, County of Dade, State of Florida had name NANCY ESPINOZA at 9813 S.W. 40 ST. as its agent to accept service of process within this state.

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

By: Nancy Espinoza  
NANCY ESPINOZA  
Registered Agent

#### **ARTICLE V**

##### **PRINCIPAL PLACE OF BUSINESS**

The principal place of business and address is the following:

**9813 S.W. 40 STREET**

**MIAMI, FLORIDA 33165**

#### **ARTICLES VI**

##### **DIRECTORS**

The business of the corporation shall be managed by a Board of Directors. The number of directors of the corporation shall be no less than (1) nor more than seven (7), the exact number to be determined from time to time in accordance with the By-Laws and any Shareholders Agreement effect.

This corporation shall have two (2) Director(s) initially.

The name and address of the Initial Directors of this Corporation are:

<u>NAME</u>		<u>ADDRESS</u>
NANCY ESPINOZA	PRESIDENT	9813 S.W. 40 STREET MIAMI, FL 33165
NESTOR GUILLEN	SEC/TREAS	9813 S.W. 40 STREET MIAMI, FL 33165

#### ARTICLES VII

#### INCORPORATORS

The name and address of the Incorporators and subscribers hereto is as follows:

<u>NAME</u>		<u>ADDRESS</u>
NANCY ESPINOZA	100% SHARES	9813 S.W. 40 STREET MIAMI, FL 33165

#### ARTICLES VIII

#### INDEMNIFICATION

Every incorporator, director and every officer of the corporation shall be indemnified by the corporation against all expenses and liabilities, including counsel fee reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been a director or officer of the corporation, or any settlement thereof, whether or not he is a director or officer at the time such expenses are incurred, except in such cases wherein the director or officer is adjudged guilty of willful misfeasance in the performance of his duties; provided that in the event of settlement the indemnification herein shall apply only when the Board of Directors approves, by a two-thirds vote, such settlement and reimbursement as being for the best interests of the corporation. The foregoing right of indemnification shall be in addition to and not exclusive off all other rights to which such director or officer may be entitled.

**ARTICLE IX**

**BYLAWS**

Where not inconsistent with law, or these Articles, the Bylaws of the corporation may contain any provision for the regulation and management of the affairs of the corporation, including but not limited to restrictions on the transfer or issuance of shares and voting and/or quorum requirements at shareholders and/or director meetings.

  
NANCY ESPINOZA  
PRESIDENT

  
NESTOR GUILLEN  
SEC/TREAS

WITNESS: My hand and official seal this 28th day of JUNE 1996, at Miami, County of Dade, State of Florida

  
\_\_\_\_\_  
NOTARY PUBLIC STATE OF  
FLORIDA AT LARGE

My commission expires



FILED  
96 JUL -1 PM 1:46  
CLERK OF STATE  
TALLAHASSEE, FLORIDA