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LAZARUS CORPORATE INDUSTRIES, INC.

Requestor's Name

890 S.W. 87 AVENUE SUITE: 16

Address

MIAMI, FLORIDA 33174 (305)552-3973

City/State/Zip

Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

200001885002

-07/05/96--01039--027

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

Office Use Only

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

1. HARD EQUITY CORPORATION  
(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               |

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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

RECEIVED  
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DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION  
OF  
HARD EQUITY CORPORATION**

**ARTICLE I - NAME**

The name of the corporation is:

**HARD EQUITY CORPORATION.**

**ARTICLE II - DURATION**

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. Corporate existence shall commence at the time of filing of the Articles by the Department of State, State of Florida.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting in Mortgage brokerage and other similar endeavors.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 100 shares of ONE DOLLAR (\$1.00) par value common stock which shall be designated "COMMON SHARES".

**ARTICLE V - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class and series as that of which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI - PRINCIPAL OFFICE**

The street address of the initial registered and principal office of this corporation is: 85 Grand canal Dr. 303 Miami, FL 33144 and the name of the initial registered agent of this corporation at that address is: Angela M. Diego

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have (2) directors initially. The number of directors may be either increased or diminished from time to time by the by laws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Emene Diego 118 NW 85 CT, MIAMI, FLORIDA 33144 PRESIDENT, SECRETARY.

Arturo R. Alfonso Sr. 10860 SW 30 St. MIAMI, FLORIDA 33165., VICE PRESIDENT, TREASURER.

**ARTICLE VIII - INCORPORATIONS**

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

Emene Diego 118 NW 85 CT, MIAMI, FLORIDA 33144 PRESIDENT, SECRETARY.

Arturo R. Alfonso Sr. 10860 SW 30 St. MIAMI, FLORIDA 33165., VICE PRESIDENT, TREASURER.

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TALLAHASSEE, FLORIDA

#### ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

#### ARTICLE X - CALLING OF SPECIAL MEETINGS

Special meetings of shareholders may be called by the Board of Directors or the holders of not less than one tenth of all shares entitled to vote at the meeting.

#### ARTICLE XI - SHAREHOLDER QUORUM AND VOTING

The majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote in the subject matter shall be the act of the shareholders.

#### ARTICLE XII - APPROVAL OF SHAREHOLDERS FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

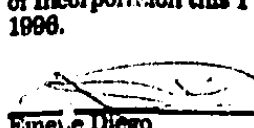
#### ARTICLE XIII - INDEMNIFICATION

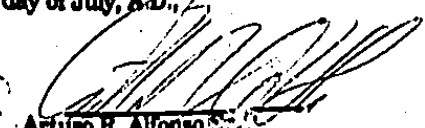
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the law.

#### ARTICLE XIV - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

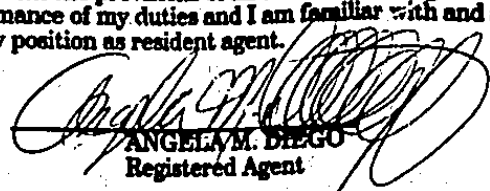
IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 1 day of July, A.D., 1998.

  
Emele Diego

  
Arturo R. Alfonso

#### ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as resident agent.

  
ANGELA M. DIEGO  
Registered Agent

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TALLAHASSEE, FLORIDA

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