

P.96000060740

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

5000111851125
07/19/96 01010-016
****122.50 ****122.50

Office Use Only

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

1. 1996 RHR OF MIAMI, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

Walk in Pick up time 2:00

Mail out Will wait Photocopy

Certified Copy 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

FILED
95 JUL 19 PM 2:59
TALLAHASSEE, FLORIDA

95 JUL 19 AM 10:57
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

1996 RHR OF MIAMI, INC.

FILED
56 JUL 19 PM 2:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, THE UNDERSIGNED SUBSCRIBER OF THESE ARTICLES OF INCORPORATION, NATURAL PERSON, COMPETENT TO CONTRACT, AND DESIRING TO FORM A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, HEREBY CERTIFY AS FOLLOWS:

ARTICLE I

THE NAME OF THE CORPORATION IS:

1996 RHR OF MIAMI, INC.

ARTICLE II

THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES OF AMERICA AND THE STATE OF FLORIDA.

ARTICLE III

THE MAXIMUM NUMBER OF SHARES OF STOCK WHICH THE CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME SHALL BE -- SIX HUNDRED SHARES OF COMMON STOCK, WITH A PAR VALUE OF -- ONE DOLLAR -- PER SHARE.

ARTICLE IV

THE AMOUNT OF CAPITAL OF WHICH THE CORPORATION WILL BEGIN BUSINESS SHALL BE NOT LESS THAN -- SIX HUNDRED -- DOLLARS.

ARTICLE V

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE BEGINNING ON THE DATE OF INCORPORATION.

ARTICLE VI

THE PRINCIPAL OFFICE OF THE CORPORATION SHALL BE LOCATED AT 2707 RIVIERA DRIVE , MIRAMAR (BROWARD COUNTY), FLORIDA 33023; OR AT SUCH OTHER PLACE AS MAY LATER BE DESIGNATED BY THE BOARD OF DIRECTORS, WITH BRANCH OFFICES IN SUCH OTHER CITIES, TOWNS, STATES, OR COUNTRIES, AS MAY FROM TIME TO TIME BE AUTHORIZED BY ITS BOARD OF DIRECTORS.

ARTICLE VII

THE BUSINESS OF THIS CORPORATION SHALL BE CONDUCTED BY A BOARD OF DIRECTORS, WHICH SHALL CONSIST OF NOT LESS THAN ONE, NOR MORE THAN ONE, SHALL FROM TIME TO TIME BE DESIGNATED IN THE BYLAWS OF THIS CORPORATION, AND A MAJORITY THEREOF SHALL CONSTITUTE A QUORUM FOR THE TRANSACTIONS OF ALL BUSINESSES.

ARTICLE VIII

THE NAME AND ADDRESS OF THE FIRST BOARD OF DIRECTOR WHO, SUBJECT TO THE PROVISIONS OF THESE ARTICLES OF INCORPORATION, THE BYLAWS OF THIS CORPORATION, AND THE LAWS OF THE STATE OF FLORIDA, SHALL HOLD OFFICE FOR THE FIRST YEAR OF THE CORPORATE EXISTENCE OR UNTIL THE SUCCESSOR(S) IS DULY ELECTED AND QUALIFIED IS:

GLADYS RODRIGUEZ, 2707 RIVIERA DRIVE, MIRAMAR, (BROWARD COUNTY) FLORIDA 33023; SAID DIRECTOR BEING OF FULL AGE.

ARTICLE IX

THE NAME AND ADDRESS OF THE SUBSCRIBER OF THESE ARTICLES OF INCORPORATION IS:

GLADYS RODRIGUEZ, 2707 RIVIERA DRIVE, (BROWARD COUNTY) FLORIDA 33023.

ARTICLE X

THE BYLAWS OF THIS CORPORATION MAY BE CREATED, AMENDED, OR CHANGED BY EITHER THE STOCKHOLDERS OR THE DIRECTOR AT ANY REGULAR OR DULY SCHEDULED SPECIAL MEETING.

ARTICLE XI

THE CORPORATION SHALL HAVE, IN ADDITION TO A PRESIDENT AND SECRETARY-TREASURER, SUCH ADDITIONAL OFFICERS AS MAY BE CREATED FROM TIME TO TIME UNDER THE AUTHORIZATION OF ITS BYLAWS.

ARTICLE XII

ALL OFFICERS, AGENTS, AND FACTORS SHALL BE CHOSEN IN SUCH MANNER, HOLD THEIR OFFICES FOR SUCH TERMS AND HAVE SUCH POWER AND DUTIES AS MAY BE PRESCRIBED BY THE BYLAWS OR DETERMINED BY THE BOARD OF DIRECTORS. ANY PERSON MAY HOLD TWO OR MORE OFFICES.

ARTICLE XIII

EVERY PERSON WHO NOW IS OR HEREAFTER SHALL BECOME A DIRECTOR OF THIS CORPORATION, SHALL BE INDEMNIFIED BY THE CORPORATION AGAINST ALL COSTS AND EXPENSES (INCLUDING COUNSEL FEES) HEREAFTER REASONABLY INCURRED BY OR IMPOSED UPON HIM IN CONNECTION WITH, OR RESULTING FROM, ANY ACTION, SUIT, OR PROCEEDING, OR WHATEVER NATURE TO WHICH THEY ARE OR SHALL BE MADE PART OF BY REASON OF THEIR BEING OR HAVING BEEN A DIRECTOR OF THE CORPORATION (WHETHER OR NOT THEY ARE MADE PARTY TO SUCH ACTION, SUIT, OR PROCEEDING, OR AT THE TIME SUCH COST OR EXPENSE IS INCURRED BY OR IMPOSED UPON HIM).

HOWEVER, AN EXCEPTION IS MADE TO THE ABOVE IN RELATION TO MATTERS AS TO WHICH HE SHALL BE FINANCIALLY ADJUDICATED IN SUCH ACTION, SUIT OR PROCEEDING TO HAVE BEEN DERELICT IN THE PERFORMANCE OF THE DUTIES IMPOSED ON HIM AS SUCH DIRECTOR. THE RIGHT

INDEMNIFICATION HERETIN PROVIDED FOR SHALL NOT BE EXCLUSIVE OF OTHER RIGHTS TO WHICH ANY SUCH PERSON MAY NOW OR HEREAFTER BE ENTITLED AS A WITNESS WHEREOF, THE UNDERSIGNED HAS MADE, SUBSCRIBED, AND ACKNOWLEDGED THESE ARTICLES OF INCORPORATION, THIS 17TH DAY OF JULY, 1996.


GLADYS RODRIGUEZ

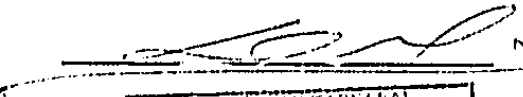
STATE OF FLORIDA)
) SS:
BROWARD COUNTY)

I HEREBY CERTIFY, THAT ON THE 17TH DAY OF JULY 1996,
PERSONALLY APPEARED BEFORE ME, AUTHORIZED OFFICER, DULY
COMMISSIONED TO ADMINISTER OATHS AND TAKE ACKNOWLEDGEMENTS:

GLADYS RODRIGUEZ

TO ME WELL-KNOWN, AND KNOWN TO ME TO BE THE PERSONS WHO EXECUTED
THE FOREGOING ARTICLES OF INCORPORATION AND ACKNOWLEDGES THAT THEY
SIGNED AND EXECUTED THE SAME FOR ITS USES AND PURPOSES HEREFIN
STATED.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND OFFICIAL
SEAL AT MIAMI, FLORIDA, (COUNTY OF DADE), THAT DAY AND YEAR ABOVE
WRITTEN.


OFFICIAL NOTARY SEAL
BENIS BONJUEL
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. 000165
MY COM. EXPIRES FEBRUARY 1997

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

IN PURSUANCE OF CHAPTER 48.091 STATUTES, THE FOLLOWING IS SUBMITTED IN COMPLIANCE WITH SAID ACT:

1996 RHR OF MIAMI, INC.


DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, AND WITH ITS PRINCIPAL OFFICE AND LOCATION, AS INDICATED IN THE ARTICLES OF INCORPORATION, HAS NAMED:

GLADYS RODRIGUEZ, 2707 RIVIERA DRIVE, MIRAMAR, (BROWARD COUNTY) FLORIDA 33023.

AS AGENT TO ACCEPT SERVICE OR PROCESS WITHIN THE STATE.

ACKNOWLEDGEMENT:

HAVING BEEN NAMED TO ACCEPT SERVICE OR 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 PROVISIONS OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE AT:


GLADYS RODRIGUEZ

FILED
96 JUL 19 PM 2:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA