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LAZARUS CORPORATE INDUSTRIES, INC.

Requestor's Name

890 B.W. 87 AVENUE SUITE 16

Address

MIAMI, FLORIDA 33174 (305)552-5973

City/State/Zip

Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

2000011 023532  
08/21/96 11066-013  
\*\*\*\*122.50 \*\*\*\*122.50

Office Use Only

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

1. SOUTH OCEAN REAL ESTATE COMPANY, 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 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  
96 AUG 21 PM 3:06  
TALLAHASSEE, FLORIDA

RECEIVED  
96 AUG 21 AM 11:32  
DIVISION OF CORPORATION

FILED  
96 AUG 21 PM 3:06  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF**

**SOUTH OCEAN REAL ESTATE COMPANY, INC.**

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I**

The name of the corporation is **SOUTH OCEAN REAL ESTATE COMPANY, INC.** The corporation's initial principal place of business shall be 825 South Bayshore Drive, Suite 1847, Miami, Florida 33131.

**ARTICLE II**

**Duration and Existence**

This corporation shall exist perpetually. The existence of the corporation shall commence on the date of execution of these articles, if filed with the Florida Secretary of State within 5 days thereafter.

**ARTICLE III**

**Nature of Business**

This corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV**

**Mailing Address**

The initial mailing address of the corporation is 825 South Bayshore Drive, Suite 1847, Miami, Florida 33131.

## ARTICLE V

### Capital Stock

(a) Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one thousand (1000) shares of common stock each having \$1.00 par value.

(b) Preemptive Rights. Shareholders shall have no preemptive rights.

(c) Cumulative Voting. Cumulative voting shall not be permitted.

## ARTICLE VI

### Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 825 South Bayshore Drive, Suite 1847, Miami, Florida 33131, and the name of the initial registered agent of this corporation at that address is DAVID R. LANGE.

## ARTICLE VII

### Director

(a) Number. This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

(b) Initial Directors. The names and street addresses of the members of the first board of directors of the corporation are:

#### Names

DAVID R. LANGE

#### Street Address

825 South Bayshore Drive, Suite 1847  
Miami, FL 33131

c) Compensation. The board of directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

### ARTICLE VIII

#### Indemnification

The Corporation shall indemnify to the full extent permitted under and in accordance with the laws of the State of Florida any person made or threatened to be made a party to an action, suit or proceeding, whether criminal, civil, administrative or investigative, by reason of the fact that he, his heirs, executors and assigns is or was a director, officer, employee or agent of the Corporation or is or was serving, at the request of the Corporation, as director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

### ARTICLE IX

#### Bylaws

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

### ARTICLE X

#### Incorporator

The name and street address of the incorporator of this corporation are:

DAVID R. LANGE  
825 South Bayshore Drive, Suite 1847  
Miami, Florida 33131

**ARTICLE XI**

**Amendment**


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

IN WITNESS WHEREOF, the incorporator has executed these Articles on August 13, 1996.

  
DAVID R. LANGE

STATE OF FLORIDA )  
 ) SS:  
COUNTY OF DADE )

The foregoing instrument was acknowledged before me on this 13 day of August, 1996, by DAVID R. LANGE, who is personally known by me.

  
Notary Public, State of Florida  
Name: ADA J. SUAREZ  
Notary Seal

My Commission Expires:



ADA J. SUAREZ  
MY COMMISSION # CG 230673 EXPIRES  
September 23, 1998  
BONDED THROUGH TROY FAIR INSURANCE, INC.

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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

**SOUTH OCEAN REAL ESTATE, COMPANY, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Miami, State of Florida has named **DAVID R. LANGE**, located at 825 South Bayshore Drive, Suite 1847, Miami, Florida 33131 as its agent to accept service of process within Florida.

  
\_\_\_\_\_  
**DAVID R. LANGE**  
Incorporator

Dated: August 13, 1996.

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
\_\_\_\_\_  
**DAVID R. LANGE**  
Registered Agent

Date: August 13, 1996.

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FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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