

P 960000.79077

LAZARUS CORPORATE INDUSTRIES, INC.
Requestor's Name

990 S.W. 87 AVENUE SUITE 116
Address

MIAMI, FL 33174 (305) 552-5973
City/State/Zip Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

Office Use Only

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

1. MTM STUDIOS INCORPORATED
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

200001953632
-09/23/96--01024--030
***122.50 ***122.50

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 SEP 24 AM 11:31
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

RECEIVED
96 SEP 23 AM 11:02
DIVISION OF CORPORATION

W96-20008



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 23, 1996

LAZARUS CORPORATE INDUSTRIES, INC.
890 SW 87 AVE., STE. 16
MIAMI, FL 33174

SUBJECT: MTM STUDIOS INCORPORATED
Ref. Number: W96000020008

We have received your document for MTM STUDIOS INCORPORATED and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 496A00043759

RECEIVED
96 SEP 24 AM 11:05
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
MTM STUDIOS INCORPORATED

FILED
96 SEP 26 AM 11:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the formation, liabilities, rights and privileges and immunities of corporations for profit, certifies that:

ARTICLE I - NAME

The name of this corporation is: MTM STUDIOS, INCORPORATED

ARTICLE II - EXISTENCE

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and of this State.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of common stock, each having a par value of no par, which shall be designated as common shares.

ARTICLE V. - ADDRESS

The street address and mailing address of the registered office of this Corporation is:

2000 S. Dixie Highway, Suite 100
Miami, Florida 33133

and the name of the initial registered agent of this corporation at that address is:

Michel Huysman
Attorney at Law

who hereby is familiar with and accepts the duties and responsibilities as registered agent for said corporation.

ARTICLE VI - DIRECTORS

This corporation shall have one director initially. The number of directors may either increase or diminish from time to time in accordance with the by-laws but shall never be fewer than one (1). The name and address of the initial director of this corporation is:

Mark Pollock
121 Crandon Blvd. A-251
Key Biscayne, FL 33149-1570

The principal corporate office is at:

MTM Studios Incorporated
Views on Viscaya - A, 260 Crandon Blvd., K.B. Florida 33149

ARTICLE VII - SUBSCRIBERS

The name and address of the Incorporator signing these Articles of Incorporation is:

Michel Huysman, 2000 S. Dixie Hwy, Suite 100M, Miami FL 33133

ARTICLE VIII - ALIENATION OF SHARES

No shareholder of the Corporation may sell or transfer his shares to another without first offering them to the other shareholders of the Corporation, and he must offer them at the same price.

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal by-laws of this Corporation shall be vested in the Board of Directors and Shareholders.

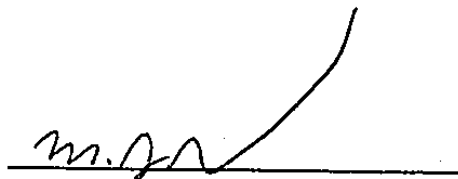
ARTICLE X - DIRECTORS' COMPENSATION

The Shareholders of this Corporation shall have the exclusive authority to fix the compensation of the Directors of the Corporation.

ARTICLE XI - AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions 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 incorporator has executed these Articles of Incorporation,

A handwritten signature, possibly reading "M. J. [unclear]", is written over a horizontal line.

INCORPORATOR

STATE OF FLORIDA)

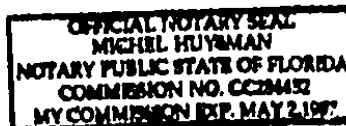
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared MARK POLLOCK, to me well known and known to me to be the individual described herein and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

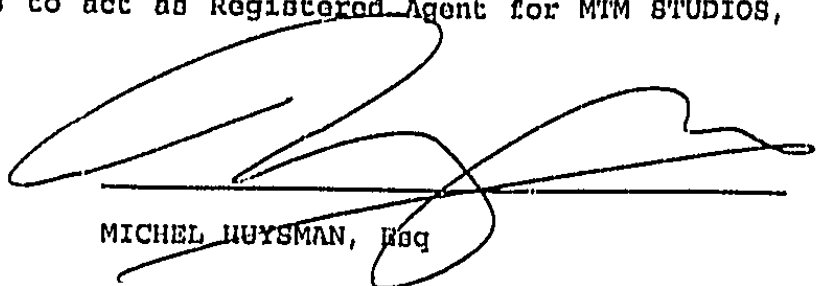
WITNESS, my hand and official seal in the County and State named above, this 19th day of September 1996.

NOTARY PUBLIC, State of Florida at Large


My Commission Expires:

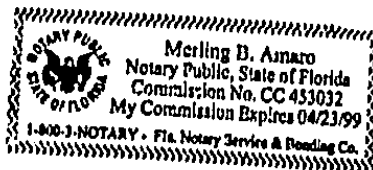


THE UNDERSIGNED hereby notifies that he has accepted the position and agrees to act as Registered Agent for MTM STUDIOS, INC.


MICHEL HUYSMAN, Esq

SWORN TO and subscribed before me this 19th day of September, 1996.


NOTARY PUBLIC, State of Florida at Large
My Commission Expires:



FILED
96 SEP 24 AM 11:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA