

P960000088624

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

900001987139--2
-10/28/96--01044--024
****122.50 ****122.50

Office Use Only

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

1. M.S.B. QUALITY SERVICES, 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
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 OCT 28 PM 2:53

REC-7111
96 OCT 23 PM 11:17
DIVISION OF CORPORATIONS

9/10/28/96

FILED
SECRETARY OF STATE
JAN 23 1973 PM 2:53

ARTICLES OF INCORPORATION OF MSB QUALITY SERVICES, INC.

THE UNDERSIGNED INCORPORATORS, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION:

ARTICLE I

THE NAME OF THE CORPORATION SHALL BE:

MSB QUALITY SERVICES, INC.

ARTICLE II

THE GENERAL NATURE OF THE BUSINESS AND THE OBJECTS AND PURPOSES PROPOSED TO BE TRANSACTED AND CARRIED ON, ARE TO DO ANY AND ALL OF THE THINGS LAWFUL UNDER THE LAWS OF THE STATE OF FLORIDA, AND ANY OTHER STATE, MUNICIPALITY AND/OR TERRITORIES OF THE UNITED STATES OF AMERICA, AS FULLY AND TO THE SAME EXTENT AS NATURAL PERSONS MIGHT DO.

- A. TO BUY, SELL, MARKET, DISTRIBUTE ITEMS OF EVERY TYPE AND NATURE, INCLUDING BUT NOT LIMITED TO ANY MARKETABLE PRODUCT OR ITEM WHETHER PRODUCED BY THE CORPORATION OR BY OTHERS.
- B. TO LEND MONEY AND NEGOTIATE LOANS, AND GENERALLY TO CARRY ON, CONDUCT, PROMOTE, OPERATE AND UNDERTAKE ANY BUSINESS TRANSACTION OR OPERATION COMMONLY CARRIED ON, CONDUCTED, PROMOTED, OPERATED OR UNDERTAKEN BY INDIVIDUALS, BUSINESS ENTITIES, CAPITALIST FINANCIERS, MANUFACTURING AGENTS, BUILDER BROKERS, DEALERS AND OTHERS; TO LEND AND ADVANCE MONEY OR GIVE CREDIT TO SUCH PERSONS OR FIRMS AND ON SUCH TERMS AS MAY SEEM EXPEDIENT, TO EXPORT AND IMPORT TO AND FROM FOREIGN COUNTRIES, ITS AGENCIES, BUSINESS ENTITIES AND INDIVIDUALS, ETC. AND TO ENGAGE IN ANY AND ALL OTHER LAWFUL ACT IN ACCORDANCE WITH ALL APPLICABLE LAWS AND REGULATIONS.

- C. TO PURCHASE, TAKE AND LEASE, OR IN EXCHANGE, HIRE OR OTHERWISE ACQUIRE ANY REAL OR PERSONAL PROPERTY, RIGHTS OR PRIVILEGES SUITABLE OR CONVENIENT FOR ANY OF THE PURPOSES OF THIS BUSINESS, AND TO PURCHASE, ACQUIRE, ERECT AND CONSTRUCT, MAKE IMPROVEMENTS OF BUILDINGS OR MACHINERY, STORES OR WORKS, INSOFAR AS THE SAME MAY BE APPURTENANT TO OR USEFUL FOR THE CONDUCT OF THE BUSINESS AS ABOVE SPECIFIED
- D. TO BORROW OR RAISE MONEY FOR ANY PURPOSE OF THE COMPANY AND TO SECURE THE SAME AND INTEREST THEREON OR FOR ANY OTHER PURPOSE, TO MORTGAGE ALL OR ANY PART OF THE PROPERTY CORPOREAL OR INCORPOREAL RIGHTS OR FRANCHISE OF THE COMPANY NOW OWNED OR HEREAFTER ACQUIRED, AND TO CREATE, ISSUE, DRAW AND ACCEPT NEGOTIABLE INSTRUMENTS, MORTGAGES, BILLS OF EXCHANGE, PROMISSORY NOTES OR OTHER EVIDENCES OF OBLIGATION.
- E. THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES OF AMERICA AND/OR ANY FOREIGN COUNTRY WHERE IT MAY OPERATE FROM TIME TO TIME.

ARTICLE III

THE MAXIMUM NUMBER OF SHARES OF STOCK OF THIS CORPORATION SHALL BE ONE HUNDRED (100) SHARES OF COMMON STOCK HAVING A PAR VALUE OF ONE DOLLAR (\$1.00) EACH, FULLY PAID AND NON-ASSESSABLE, ALL OF WHICH SHALL BECOME COMMON STOCK, AND THE SAME SHALL BE ISSUED AND SOLD FOR SUCH CONSIDERATION AS MAY BE FIXED BY THE BOARD OF DIRECTORS, AND SUCH SHARES OF STOCK SHALL BE ISSUED, SOLD OR TRANSFERRED IN ACCORDANCE WITH THE BY-LAWS OF THE CORPORATION.

ARTICLE IV

THE AMOUNT OF CAPITAL WITH WHICH THE CORPORATION SHALL BEGIN BUSINESS SHALL BE ONE HUNDRED DOLLARS (\$100.00)

ARTICLE V

THE CORPORATION SHALL HAVE PERPETUAL EXISTENCE.

ARTICLE VI

THE PRINCIPAL OFFICE OF THIS CORPORATION SHALL BE:
8051 N.W. 36th STREET
SUITE 607A
MIAMI, FL 33166

ARTICLE VII

THE RESIDENT AGENT OF THE CORPORATION AND ITS ADDRESS SHALL BE:
NATASHA ALVAREZ
8051 N.W. 36th STREET
SUITE 607A
MIAMI, FL 33166

THE BOARD OF DIRECTORS, IN ITS DISCRETION, MAY REPLACE ITS RESIDENT AGENT AT ANY TIME, WITH SUCH REPLACEMENT TO BE EFFECTIVE UPON NOTICE OF SUCH REPLACEMENT BEING FILED WITH THE SECRETARY OF STATE.

ARTICLE VIII

THE BUSINESS AND AFFAIRS OF THE CORPORATION SHALL BE CONDUCTED BY THE BOARD OF DIRECTORS OF NOT LESS THAN ONE (1) NOR MORE THAN FIVE (5), IN ACCORDANCE WITH THE BY-LAWS TO BE ADOPTED BY THE BOARD OF DIRECTORS WHICH ARE NOT IN CONFLICT WITH THE PROVISIONS OF THESE ARTICLES OF INCORPORATION.

ARTICLE IX

THE NAMES AND ADDRESSES OF THE OFFICERS AND THE FIRST BOARD OF DIRECTORS OF THIS CORPORATION WHO SHALL HOLD OFFICE FOR THE FIRST YEAR OF ITS EXISTENCE, OR UNTIL THEIR SUCCESSORS ARE ELECTED AND QUALIFIED, ARE AS FOLLOWS:

NATASHA ALVAREZ
8051 NW 36th STREET
SUITE 607A
MIAMI, FL 33166

DIRECTOR/PRESIDENT

NATASHA FERRER
8051 N.W. 36th STREET
SUITE 607A
MIAMI, FL 33166

DIRECTOR/SECRETARY/TREASURER

ARTICLE X

THE NAMES AND POST OFFICE ADDRESSES OF THE SUBSCRIBERS TO THIS CERTIFICATE OF INCORPORATION, AND THE NUMBER OF SHARES EACH AGREES TO TAKE, AND THE CONSIDERATION THEREFORE, THE PROCEEDS OF WHICH WILL AMOUNT TO AT LEAST ONE HUNDRED DOLLARS (\$100.00) ARE AS FOLLOWS:

NAME AND ADDRESSES
NATASHA ALVAREZ
8051 N.W. 36th STREET
SUITE 607A
MIAMI, FL 33166

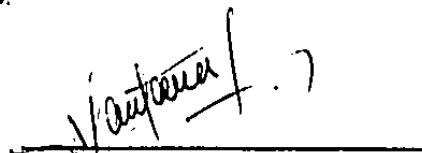
SHARES	CONSIDERATION
50	\$50.00

NATACHA FERRER
8051 N.W. 36th STREET
SUITE 607A
MIAMI, FL 33166


50	\$50.00
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IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBE TO THIS CERTIFICATE OF INCORPORATION AT THE CITY OF MIAMI, FLORIDA, THIS 25th DAY OF OCTOBER AD 1996, FOR THE USES AND PURPOSES AFORESAID.


NATASHA ALVAREZ


NATACHA FERRER

I, UNDERSIGNED, HEREIN ACCEPT THE APPOINTMENT AS REGISTERED AGENT


NATASHA ALVAREZ
8051 N.W. 36th STREET
SUITE 607A
MIAMI, FL 33166

CERTIFICATE OF DESIGNATION

STATE
CLERK
10/25/96 2:53

REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA

1 THE NAME OF THE CORPORATION IS:

MSB QUALITY SERVICES, INC.

2 THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

NATASHA ALVAREZ
8051 N.W. 36th STREET
SUITE 607A
MIAMI, FL 33166

SIGNATURE

NATASHA ALVAREZ

TITLE

PRESIDENT

DATE

OCTOBER 25th, 1996

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 REGISTERED AGENT.

SIGNATURE

NATASHA ALVAREZ

DATE

OCTOBER 25th, 1996

P96 0000 88624

LAZARUS CORPORATE INDUSTRIES, INC.
Requestor's Name
890 S.W. 87 AVENUE SUITE 16
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MIAMI, FLORIDA 33174 (305)552-5973
City/State/Zip Phone #
LOCAL REPRESENTATIVE TALLAHASSEE

400002011204--7
-11/21/96--01053--015
*****35.00 *****35.00
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FILED
96 NOV 21 PM 3:39
TALLAHASSEE, FLORIDA
RECEIVED
96 NOV 21 AM 10:59
DIVISION OF CORPORATION

N HENDRICKS NOV 21 1996

Examiner's Initials	
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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MSB QUALITY SERVICES, INC.

FILED
96 NOV 21 PM 3:39
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

Pursuant to the provision of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST:

Amendment adopted:

ARTICLE IX: The name and address of the new officers and board of directors of this corporation are as follows:

NATASHA ALVAREZ **Director/President**
9601 Fontainebleau Boulevard
Apartment 112
Miami, FL 33172

JOSE MANUEL DIAZ **Director/Vice-President/Treasurer**
10260 SW Flagler Terrace
Miami, FL 33174

TATIANA LOY **Director/Secretary**
9350 Fontainebleau Boulevard
Apartment 314
Miami, FL 33172

ARTICLE X: The name and address of the new designated officers and the number of shares each agrees to take are as follows:

<u>NAME AND ADDRESS</u>	<u>SHARES</u>
NATASHA ALVAREZ 9601 Fontainebleau Boulevard Apartment 112 Miami, FL 33172	45

JOSE MANUEL DIAZ 10260 SW Flagler Terrace Miami, FL 33174	45
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TATIANA LOY 9350 Fontainebleau Boulevard Apartment 314 Miami, FL 33172	10
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SECOND: The date of the amendment's adoption: **NOVEMBER 18, 1996.**

THIRD: Adoption of Amendment:
The amendment was approved by the shareholders. The number of votes
cast for the amendment was sufficient for approval.

Signed this 18th day of November, 1996.

By: 

NATASHA ALVAREZ
Director/President