

**P96000096308**

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

300002014503--0

-11/26/96--01109--013

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

Office Use Only

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

1. FRANKLIN D. SAMUEL, M.D., P.A.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time 2:06

☒ 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

RECEIVED  
96 NOV 26 AM 11:53  
DIVISION OF CORPORATION

CERTIFICATE OF INCORPORATION  
OF  
FRANKLIN D. SAUMELL, M.D., P.A.

FILED

96 NOV 26 PM 2:03

TALLAHASSEE, FLORIDA

WE, the undersigned, do hereby associate ourselves together and subscribe this Certificate of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, and subject to the following provisions:

**ARTICLE ONE**

THE NAME of the corporation shall be:

FRANKLIN D. SAUMELL, M.D., P.A.

THE CORPORATION shall engage in the practice of medicine permitted under the laws of the United States and of the State of Florida.

**ARTICLE TWO**

THE MAXIMUM number of shares of stock which the corporation shall have outstanding at any time, shall be 100 shares of stock which shall be common stock at par value of \$1.00 per share. All or any part of the capital stock may be paid for in lawful monies of the United States of America, or in services, at a true valuation thereof.

**ARTICLE THREE**

THIS CORPORATION shall begin business with a minimum capital in the amount of ONE HUNDRED DOLLARS (\$100.00)

**ARTICLE FOUR**

THE CORPORATION shall have perpetual existence.

**ARTICLE FIVE**

THE PRINCIPAL office of the Corporation shall be located at:

13880 S.W. 25th Terrace  
Miami, Florida 33175-6386

OTHER OFFICES for the transaction of business may be located wherever the Directors may deem necessary or expedient.

#### **ARTICLE SIX**

THE BUSINESS of the Corporation shall be managed by a Board of Directors, who need not be stockholders of the Corporation. The number of Directors, not less than one, shall be fixed by resolution of the stockholders at any regular or special meeting, subject to the manner of holding such meetings prescribed by the By-Laws.

#### **ARTICLE SEVEN**

THE NAMES and post office addresses of the members of the First Board of Directors and Officers who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

#### **BOARD OF DIRECTORS**

FRANKLIN D. SAUMELL, M.D., P.A.  
13880 S.W. 25TH TERRACE  
MIAMI, FLORIDA 33175-6386

#### **OFFICERS**

FRANKLIN D. SAUMELL - President / Director / Secretary  
Treasurer / Vice President

#### **ARTICLE EIGHT**

THE NAMES and post office addresses of each of the subscribers to this Certificate of Incorporation are as follows:

FRANKLIN D. SAUMELL, M.D., P.A.  
13880 S.W. 25TH TERRACE  
MIAMI, FLORIDA 33175-6386

#### **ARTICLE NINE**

THIS CORPORATION shall have full power to carry on and transact each or all of the business enumerated in Article Two this Certificate, and shall have all the general and additional powers now and hereafter conferred upon it by law.

#### **ARTICLE TEN**

THIS CORPORATION shall have the power to issue the whole or any part, determined by the Board of Directors, as of the shares of the capital stock as partly said, subject to calls thereon until the whole thereof shall have been paid.

#### **ARTICLE ELEVEN**

UPON ELECTION of a Board of Directors by the stockholders, such Board of Directors shall manage the business affairs of this corporation without the necessity of further authority from the stockholders, except as by law or in this Certificate otherwise provided by the By-Laws of the Board of Directors. All holders of common stock of this corporation shall be entitled to vote the same in the manner provided by law whether said stock shall be fully or partially paid unless otherwise determined by the Board of Directors at or before the time of issuance thereof.

#### **ARTICLE TWELVE**

THE CORPORATION shall designate FRANKLIN D. SAUMELL located at 13880 S.W. 25th Terrace, Miami, Florida 33175-6386 its duly authorized Registered Agent to be in charge of the Corporate Registered Office as required by State Law.

#### **ARTICLE THIRTEEN**

THE NAME and street address of the incorporator to these Articles of Incorporation is:

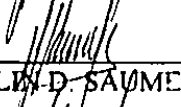
FRANKLIN D. SAUMELL, M.D.  
13380 S.W. 25TH TERRACE  
MIAMI, FLORIDA 33175-6386

THE UNDERSIGNED has executed these Articles of Incorporation this 22nd day of November 1996.

  
\_\_\_\_\_  
FRANKLIN D. SAUMELL, PRESIDENT

  
\_\_\_\_\_  
FRANKLIN D. SAUMELL, DIRECTOR

  
\_\_\_\_\_  
FRANKLIN D. SAUMELL, SECRETARY

  
\_\_\_\_\_  
FRANKLIN D. SAUMELL, TREASURER

  
\_\_\_\_\_  
FRANKLIN D. SAUMELL, VICE PRESIDENT

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVICED.**

IN PURSUANCE of Chapter 49.091, Florida Statutes, the following is submitted ,  
in compliance with said Act:

FIRST -- FRANKLIN D. SAUMELL, M.D.,P.A. desiring to organize under the  
laws of the State of Florida with its principal office, as indicated in the Articles of  
Incorporation, at City of Miami, County of Dade, State of Florida, has named:

**FRANKLIN D. SAUMELL**

as its Registered Agent to accept service of process within the State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-stated corporation,  
at place designated in this Certificate, I hereby accept to act in this capacity, and agree to  
comply with the provision of said Act relative to keeping open said office.

  
FRANKLIN D. SAUMELL

**FILED**  
96 NOV 26 PM 2:03  
STATE  
TALLAHASSEE, FLORIDA