

P9700000 8310

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

800002068978--4

-01/27/97--01013--013

****122.50 ****122.50

Office Use Only

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

1. ^{Dice} PRIMETECH, 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

RECEIVED
96 JAN 27 AM 11:15
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

W97-1915



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 27, 1997

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

SUBJECT: PRIMETECH, INC.
Ref. Number: W97000001915

We have received your document for PRIMETECH, INC. 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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: 197A00003981

RECEIVED
97 JAN 28 PM 3:15
DIVISION OF CORPORATIONS

**ARTICLE OF INCORPORATION
OF
DICETECH, INC.**

FILED
97 JAN 23 PM 3:45
SEC.
TALL

The undersigned, competent to contract, for the purpose of forming a corporation for profits under the laws of the State of Florida, hereby makes and subscribes the following Articles of Incorporation

ARTICLE I. NAME AND MAILING ADDRESS

The name and mailing address of the corporation is:

DICETECH, INC..
11971 S.W. 94 Street
Miami, FL 33186

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

To engage in, conduct and carry on the business of computer and medical Equipment wholesale; and to engage in any other business activity permitted under the laws of the United States and of the State of Florida, all for pecuniary gain; except that the corporation is not to conduct a banking, safe deposit, trust insurance, surety, express, railroad, canal, telegraph and telephone or cementery company, a building and loan association, a mutual fire insurance association, a cooperative association, a fraternal benefit society, a state fair or an exposition.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is Five Hundred (500) shares of common stock of this corporation with a par value of One Dollar (\$1.00) per share.

ARTICLE IV. REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation in the State of Florida is:

11971 S.W. 94 Street
Miami, FL 33186

and same of the corporation's initial Registered/Resident Agent at such address is **WALTER SPAULONCI**

The board of Directors may from time to time move the registered office to any other place in Florida, or designate another Registered/Resident Agent.

ARTICLE V. DIRECTORS

This corporation shall have (1) Director initially. The number of Directors may be increased from time to time by the Bylaws, but shall never be less than Director.

ARTICLE VI. INITIAL DIRECTOR

The name and street address of the member of the first Board of Directors of the corporation is:

WALTER SPAULONCI
11971 S.W. 94 Street
Miami, FL 33186

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator and subscriber of these Articles is:

WALTER SPAULONCI
11971 S.W. 94 Street
Miami, FL 33186

ARTICLE VIII. CORPORATE POWERS

This corporation shall have, without limitation, any and all powers allowable under the present and future laws of the State of Florida, and in addition to, but not in limitation of, the general powers conferred by law, this corporation shall, to the extend not prohibited by the law or by these articles, have the power to make any purely accommodation guaranty, endorsement or contract or suretyship and to secure the same mortgage, deed to secure debt, deed to trust, pledge, creation of a security interest in, or other encumbrance of, all or any of its property, franchises and income; and the Board of Directors of this corporation may, from time to time and at its discretion, distribute to the shareholders of this corporation, out of the capital surplus of the corporation, any portion of the corporation's assets.

ARTICLE IX. INDEMNIFICATION

The corporation may indemnify and hold harmless its Directors, officers, employees, agents or former Directors, officers, employees, agents or other persons, to the full extent of its rights and powers to do so, as provided by the present and future laws of the State of Florida.

ARTICLE X. TERM

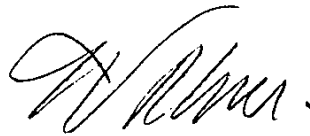
The time at which the existence of this corporation shall begin shall be the time at which these Articles are subscribed below, provided that the same are filed with the Department of State of Florida within the time period allowed for such filing, under Florida Statute Section 607.167, and if such Articles are not received for filing within said allowable time period, then this corporation's existence shall begin at the time at which these Articles are filed with the Department of State of Florida.

ARTICLE XI. MISCELLANEOUS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, and any right of the stockholders of this corporation is subject to this reservation.

ACCEPTANCE OF REGISTERED/RESIDENT AGENT

Having been designated to accept service of process for the above-stated corporation, at the place set forth herein above, I hereby accept such designation and agree to act in such capacity and to comply with all provisions of Section 48.091, Florida Statutes.

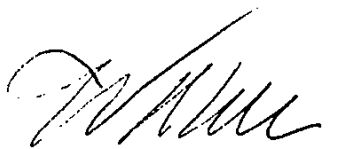
A handwritten signature in cursive script, appearing to read 'W. Spaulonci', is written above a horizontal line.

Walter Spaulonci

Dated the 24th day of January, 1997

The initial Bylaws of this corporation shall be adopted by the Directors. The Bylaws may be amended from time to time by either the stockholders or the Directors, but the Directors may not alter or amend any Bylaw adopted by the stockholders.

Subscribed this 24th day of January, 1997.



Walter Spaulonci

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME personally appeared Mr. Walter Spaulonci to me known to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledged to and before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 24th day of January, 1997.

Notary Public

FILED
97 JAN 28 PM 3:45
STATE
TALLAHASSEE, FLORIDA