

P97000026647

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

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-03/25/97--01076--010
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Office Use Only

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

1. F&S COMMUNICATIONS, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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97 MAR 25 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☒ 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
97 MAR 25 AM 11:33
DIVISION OF CORPORATION

K.R. MAR 25 1997

**ARTICLES OF INCORPORATION
OF
F & S COMMUNICATIONS, INC.**

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TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is F & S COMMUNICATIONS, INC.

ARTICLE II

DURATION AND BEGINNING OF CORPORATE EXISTENCE

The Corporation shall have a perpetual existence. The beginning of Corporate existence shall be the Date of the Filing.

ARTICLE III

PURPOSE

The Corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and the Florida Business Corporation Act and to engage in any business or transaction deemed necessary, convenient or incidental to carrying out any of such business within or without the United States.

ARTICLE IV

CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of One Dollar (\$1.00) par value. The Corporation is authorized to have one class of stock designated as common stock. All the Common Stock, when issued, shall be fully paid and exempt from assessment.

ARTICLE V

INITIAL BOARD OF DIRECTORS

The Corporation shall have three(3) directors initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in the By-Laws, but shall never be less than one (1).

The names and addresses of the initial Directors are:

<u>NAME</u>	<u>ADDRESS</u>
FRANCOIS FACHE	6305 S.W. 102 STREET MIAMI, FL. 33156
VIVIAN FACHE	6305 S.W. 102 STREET MIAMI, FL. 33156
ALBERT SILVERBERG	6305 S.W. 102 STREET MIAMI, FL. 33156

ARTICLE VI

OFFICERS

The name and addresses of the initial officers of this corporation, who shall hold such office until his successor for such office shall have been duly elected and qualified, are:

PRESIDENT:	FRANCOIS FACHE
SECRETARY:	VIVIAN FACHE
VICE-PRESIDENT:	ALBERT SILVERBERG

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered office of the Corporation is FRANCOIS FACHE, 6305 S.W. 102 STREET, Miami, Florida 33156.

ARTICLE VIII

PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Corporation is 6305 S.W. 102 STREET, Miami, Florida 33156.

ARTICLE IX

LAW

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors.

ARTICLE X

PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of the Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorated share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XI

INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE XII

AMENDMENT

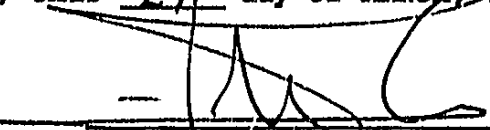
The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

ARTICLE XIII

INCORPORATOR

The name and address of the Incorporator subscribing to these Articles of Incorporation is Francois Fache, 6305 S.W. 102 STREET, Miami, Florida 33156.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 24 day of MARCH, 1997.



FRANCOIS FACHE

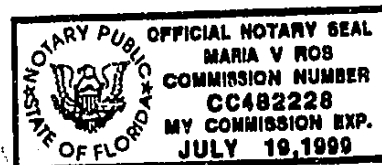
State of Florida)
)
County of Dade)

The foregoing instrument was acknowledged before me this 24 day of MARCH, 1997, by FRANCOIS FACHE, who is personally known to me or who has produced DRIVER LICENSE as identification and who did/did not take an oath, and who, as Incorporator(s), executed the foregoing Articles of Incorporation of F & S COMMUNICATIONS, INC., and acknowledged before me that he executed those Articles of Incorporation.



NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



**CERTIFICATE OF REGISTERED AGENT
OF
F & S COMMUNICATIONS, INC.**

Pursuant to Sections 607.0501 and 607.0505 of the Florida Statutes, the following is submitted in compliance therewith:

That F & S COMMUNICATIONS, INC., desiring to organize under the laws of the State of Florida with its principal office at 6305 S.W. 102 Street, Miami, Florida 33156 has named Francois Fache, at 6305 S.W. 102 STREET, Miami, County of Dade, State of Florida, agent to accept service of process within the State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby accept 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, including the obligations provided in Florida Statutes Section 607.0505(1995).

Dated this 24 day of March, 1997

By: _____

Francois Fache
Registered Agent Signature

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97 MAR 25 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Florida)

County of Dade)

The foregoing instrument was acknowledged before me this 24 day of MARCH, 1997, by FRANCOIS FACHE, who has produced DRIVER LICENSE, as identification and who did not take an oath.

Maria V. Ros
NOTARY PUBLIC, STATE OF FLORIDA

My commission expires:

