

**LEZARUS CORPORATE INDUSTRIES, INC.**  
 90 S.W. 37 AVENUE, SUITE 100  
 MIAMI, FLORIDA 33174 (305)552-5973

*Handwritten:* 19-100035151

City/State/Zip Phone #  
 LOCAL REPRESENTATIVE TALLAHASSEE

Office Use Only

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

1. K-BOARD, INC.  
 (Corporation Name) (Document #)
2. \_\_\_\_\_ 600002146366--0  
 (Corporation Name) (Document #) 04/17/97-01046-013  
\*\*\*\*\*78.75 \*\*\*\*\*78.75
3. \_\_\_\_\_  
 (Corporation Name) (Document #)
4. \_\_\_\_\_  
 (Corporation Name) (Document #)

- ☒ Walk in   
 ☒ Pick up time 2.00   
 ☐ Certified Copy  
☐ Mail out   
☐ Will wait   
☐ Photocopy   
☒ Certificate of Secretary of State

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**  
**RECEIVED**  
 97 APR 18 PM 3:45  
 97 APR 17 AM 11:37  
 SECRETARY OF STATE  
 TALLAHASSEE FLORIDA  
 DIVISION OF CORPORATION

*Handwritten:* 197-8980  
 4/17

Examiner's Initials	
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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

April 17, 1997

LAZARUS

MIAMI, FL

SUBJECT: K-BOARD, INC.  
Ref. Number: W9700008980

We have received your document for K-BOARD, INC. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(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.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole  
Corporate Specialist

Letter Number: 897A00019570

RECEIVED  
97 APR 18 PM 3:27  
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION  
OF  
BOARD, INC.**

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

**ARTICLE I NAME**

The name of the Corporation is **BOARD, INC.**

**ARTICLE II**

The principal place of business and mailing address of this Corporation shall be:

**8181 N.W. 36th STREET  
SUITE # 6-B  
MIAMI, FL. 33166  
ARTICLE III DURATION**

The period of his duration is perpetual.

**ARTICLE IV PURPOSE**

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

**ARTICLE V CAPITAL STOCK**

The Corporation shall have authority to issue 1000 shares all of one class, at .50 per value.

**ARTICLE VI INITIAL REGISTER AGENT**

The address of its initial registered office is 8181 N.W 36th STREET, SUITE 6-B, Miami, FL. 33166 and the name of its initial register agent at said address is KELVIN ORTIZ.

**FILED**  
97 APR 18 PM 3:45  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

## ARTICLE VII BOARD OF DIRECTORS

The initial Board of Directors shall consist of two (2) Directors, whose name and address are:

KELVIN ORTIZ  
14322 S.W. 101 STREET  
MIAMI, FL. 33186

and

EDITH C. MALPICA  
14322 S.W. 101 STREET  
MIAMI, FL. 33186

## ARTICLE VIII INCORPORATOR(S)

The name and address of the incorporator(s) is:

KELVIN ORTIZ  
8181 N.W. 36TH STREET  
SUITE 6-B  
MIAMI, FL. 33166

## ARTICLE IX PREEMPTIVE RIGHTS

Preemptive rights shall be as follows:

1.- Shareholders of the Corporation shall have preemptive rights to acquire their pro rata share of stocks of the Corporation for all issues of any class of stock of the Corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the Corporation, including but not limited to cash, other property, services, the acquisition of other Corporation shares or property through merger or extinguishment of debts. Preemptive rights shall apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

2.- The article pertaining to preemptive rights may not be amended or deleted without the unanimous vote of the shareholders of each affected class.

3.- No issue of stock of the corporation shall take place unless the price at which the stock is to be issued shall be unanimously approved by the shareholders of the Corporation.

4.- These preemptive rights shall apply to any corporate obligation which is convertible to or exchange for any stock of the Corporation, or where there is attached to said obligation any stock warrants or rights which allow the holder to acquire by subscription or purchase any stock of the Corporation.

#### ARTICLE X AMENDMENTS

These Articles of Incorporation may be amended in the manner provide by law. Every amendment shall be approve by the Board of Directors, proposed by them to the stockholders and approved at a stock holder's meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

DATED: JANUARY 30th, 1997

  
\_\_\_\_\_  
KELVIN ORTIZ

DATED: JANUARY 30th, 1997

  
\_\_\_\_\_  
EDITH C. MALPICA

#### CERTIFICATE OF DESIGNATION REGISTER AGENT/REGISTER OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organize 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 **BOARD, INC.**

2.- The name and address of the Registered Agent and Office is:

KELVIN ORTIZ  
8181 N.W. 36TH STREET  
SUITE 6-B  
MIAMI, FL. 33166

SIGNATURE: \_\_\_\_\_

  
Corporate Officer  
Director

Date: JANUARY 30th, 1997

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 REGISTER 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: \_\_\_\_\_

  
KELVIN ORTIZ

JANUARY 30th, 1997

**FILED**  
97 APR 18 PM 3:46  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA