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LAZARUS CORPORATE INDUSTRIES, INC. Requestor's Name 890 S.W. 87 AVENUE, SUITE: 16 Address 50000222**774**5--8 -07/01/97--01055--021 MIAMI, FLORIDA 33174 (305)552-5973 Phone # ****122.50 ****122.50 City/State/Zip LOCAL REPRESENTATIVE TALLAHASSEE Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): 1. NHG GROUP INC. (Corporation Name) (Document #) DEFECTIVE DATE 6 27.97 (Corporation Name) (Document #) (Corporation Name) (Document #) Certified Copy -₩ walk in Mail out Photocopy Certificate of Status Will wait HENEW TITINGS AS AMENDMENTS Profit Amendment Resignation of R.A., Officer/Director **NonProfit** Change of Registered Agent **Limited Liability** Dissolution/Withdrawal **Domestication** Other Merger OTHER FILINGS Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other

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CR2E031(1/95)

Examiner's Initials

6 27.97

ARTICLES OF INCORPORATION

<u>of</u>

NHG GROUP INC.

The undersigned subscriber to these Articles of
Incorporation, a natural person competent to contract, hereby
forms a corporation under the laws of the State of Florida.

ARTICLE B NAME

The name of the corporation is

NHG GROUP INC.

ARTICLE II NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 shares of common stock having \$1 par value per share.

ARTICLE IV ADDRESS

The initial street address of the principal office of this corporation is to be at 2342 PONCE DE LEON BLVD. CORAL GABLES FL 33134.

The Board of Directors may from time to time designate such other address and place of the principal office of this Corporation as it may see fit.

ARTICLE V REGISTERED AGENT

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That NHG GROUP INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of Miami, County of Dade, has named ANTONIO GUZMAN located at 2342 PONCE DE LEON BLVD.

CORAL GABLES FL 33134 as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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 and agree to comply with the provisions of said Act relative to keeping open said office.

Registered Agent- ANTONIO GUZMAN

ARTICLE VI TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTILCE VII PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rated share thereof at the price at which it is offered to others.

ARTICLE VIII SPECIAL PROVISION

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE IX DIRECTORS

This corporation shall have two directors, initially. The number of directors may be increased or diminished from time to time by the Bylaws, but shall never be less than one.

The names and street address of the initial members of the Board of Directors are:

ANTONIO GUZMAN Director

15153 N.W. 91 Ct. Miami Florida 33016

YOLANDA GUZMAN Director 15153 N.W. 91 CT. Miami Florida 33016

ARTICLE X OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

ANTONIO GUZMAN President 15153 N.W. 91 Ct. Miami Florida 33016

YOLANDA GUZMAN Vice President 15153 N.W. 91 CT. Miami Florida 33016

ARTICLE XI INCORPORATOR

The names and street address of the incorporators to these Articles of Incorporation are:

ANTONIO GUZMAN

15153 N.W. 91 Ct. Miami Florida 33016

YOLANDA GUZMAN

15153 N.W. 91 Ct. Miami Florida 33016

ARTICLE XII EFFECTIVE DATE

These Articles of Incorporation shall be effective on Date of execution and acknowledgment.

ARTICLE XIII AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, seal on this

under the laws of the State of Florida, seal on this		
27thday ofJune, 1997		
ANTONIO QUZMAN		_(Seal)
ANTONIO GOZMAN		
filler & syme -	→	(Seal)
YOLANDA GUZMAN	97 JUI SECRE	
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