

**LAZARUS CORPORATE INDUSTRIES, INC.**  
 Requestor's Name  
 800 S.W. 87 AVENUE, SUITE 150  
 Address  
 MIAMI, FLORIDA 33174 (305)552-5973  
 City/State/Zip Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

Office Use Only

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

1. M.G.F. INC. (Corporation Name) (Document #) 100002274461--8  
 09/22/97 01044 009  
 \*\*\*\*\*78.75 \*\*\*\*\*78.75
2. \_\_\_\_\_ (Corporation Name) (Document #)
3. \_\_\_\_\_ (Corporation Name) (Document #)
4. \_\_\_\_\_ (Corporation Name) (Document #)

☒ Walk in

☐ Mail out

☒ Pick up time 2:00

☐ Will wait

☐ Photocopy

☐ Certified Copy

☒ 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

FILED  
 97 AUG 22 PM 1:11  
 TALLAHASSEE, FLORIDA  
 DIVISION OF CORPORATION  
 97 AUG 22 AM 11:00  
 RECEIVED

8/22

ARTICLES OF INCORPORATION  
OF

M G F, INC.

97 AUG 22 PM 1:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

I, the undersigned subscriber of these Articles of Incorporation, a natural person, competent to contract and desiring to form a corporation under the laws of the State of Florida, hereby certify as follows:

I

The name of the proposed corporation is:

M G F, INC.

II

The corporation may engage in any activity or business permitted under the laws of the United States, and of the State of Florida.

III

The maximum number of shares of stock which the Corporation is authorized to have outstanding at any time shall be:

FIVE HUNDRED SHARES ( 500 ) AT \$1.00 PAR VALUE

IV

This Corporation shall have perpetual existence beginning on the date of incorporation.

V

The principal business office of the Corporation shall be located at:

8754 S.W. 8th Street, Miami, Florida 33174

or at such other place as may later be designated by the Board of Directors, with branch offices in such other cities, towns, states, or countries as may, from time to time, be authorized by its Board of Directors.

VI

The initial registered office address of this Corporation shall be:

8754 S.W. 8th Street, Miami, Florida 33174

and, the Registered Agent at such registered address is:

EDGARDO FABIAN GUELMAN

VII

The business of this Corporation shall be conducted by a Board of Directors which shall consist of not less than one (1), and not more than nine (9) as shall from time to time be designated in the By-Laws of this Corporation, and a majority thereof shall constitute a quorum from the transaction of all business.

VIII

The name and street address of each person who is to serve as a member of the initial Board of Directors, who, subject to the provisions of these Articles of Incorporation, the By-Laws of this Corporation and the Laws of the State of Florida, shall hold office for the first year of corporate existence or until their successors are elected and are duly qualified are:

NAME

ADDRESS

ROSA IRIS LARRANAGA

8754 S.W. 8th Street  
Miami, Florida 33174

IX

The name and street address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
ROSA IRIS LARRANAGA	8754 S.W. 8th Street Miami, Florida 33174

X

The By-Laws of this Corporation may be created, amended, or changed by either the Stockholders or the Directors at any regular or duly scheduled special meeting.

XI

This Corporation shall have, in addition to a President, Vice President, Secretary and/or Treasurer, such other additional officers as may be created from time to time by and under the authorization of its By-Laws.

XII

All officers, agents and factors shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors. Any person may hold two or more offices.

XIII

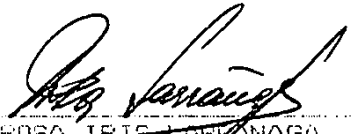
Every person who now is or hereafter shall become a Director of this Corporation shall be indemnified by the Corporation against all costs and expenses ( including attorney's fees ) hereafter reasonable incurred by or imposed upon him in connection with or resulting from any action,

suit or proceedings of whatever nature, to which he is or shall be made party by reason of his being or having been a Director of the Corporation whether or not he is a Director of the Corporation at the time he is made a party to such action, suit or proceedings, or at the time such cost or expense is incurred by or imposed upon him.

However, an exception is made to the above in relation to matters as to which he shall finally be adjudged in such action, suit or proceedings, to have been derelict in the performance of the duties imposed upon him as such Director.

The right of the indemnification herein provided shall not be exclusive of the other rights to which any such person may now or hereafter be entitled as a matter of law.

IN WITNESS WHEREOF, the undersigned have made, subscribed and acknowledged this Articles of Incorporation this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

  
\_\_\_\_\_  
ROSA IRIS LARIANAGA,  
Pres/Sec/Treas

STATE OF FLORIDA : ss

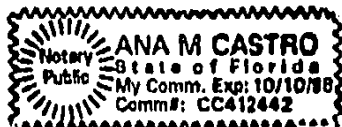
COUNTY OF DADE :

I HEREBY CERTIFY that on the 15 day of August, 1997, personally appeared before me, an authorized officer duly commissioned to administer oaths and take acknowledgements.

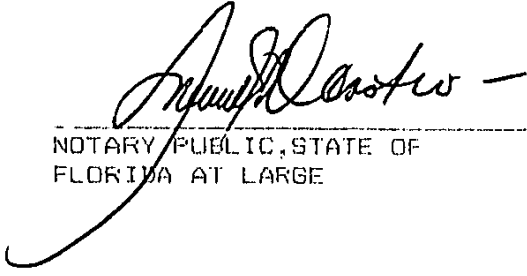
ROSA IRIS LARRANAGA

to me well known and known to me to be the person(s) who executed the foregoing ARTICLES OF INCORPORATION and who acknowledged that it was signed and executed for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Dade County, Florida, the day and year first above written.



My Commission Expires:

  
NOTARY PUBLIC, STATE OF  
FLORIDA AT LARGE

Page 6

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE NAMING RESIDENT AGENT  
UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48,091, Florida Statutes, the  
following is submitted, in compliance with said Act:

That: M.G.F. INC.,

desiring to organize under the laws of the State of Florida,  
with its principal office as indicated in the Certificate of  
Incorporation, at City of Miami, County of Dade, State of  
Florida, has named:

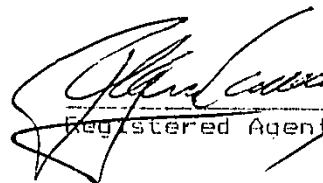
EDGARDO FABIAN GUELMAN

Located at: 8754 S.W. 9th Street  
Miami, Florida 33174

as its agent to accept service of process within this  
State.

ACKNOWLEDGMENT BY DESIGNATED AGENT

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 provision of said Act relative to  
keeping open said office.

  
Registered Agent

97 AUG 22 PM 1:11  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED