### 5400<sub>97 AUG 29 PH 3:09</sub> LAZARUS CORPORATE INDUSTRIES, INC. Requestor's Name 890 S.W. 87 AVENUE, SUITE: 16 Address FLORIDA 33174 (305)552-5973 /State/Zip Phone # City/State/Zip Office Use Only LOCAL REPRESENTATIVE TALLAHASSEE CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): 1. OVERSEAS MANAGERIAL SERVICES, INC. (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Pick up time \_\_\_\_\_\_\_\_ Certified Copy ☐ Mail out ☐ Will wait Photocopy Certificate of Status NEW FILINGS AMENDMENTS Profit Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger REGISTRATION/ OTHERFILINGS **Annual Report** Foreign **Fictitious Name** Limited Partnership Name Reservation Reinstatement

Examiner's Initials

Trademark

Other

## ARTICLES OF INCORPORATION

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| •                            | OVERSEAS MANAGERIAL SERVICES, INC.  | 9> 1                                |
|------------------------------|---|-------------------------------------|
|                              | (name of corporation)   | 15.60 AUG 2                         |
| The undersign<br>corporation | gned subscriber(s) to these Articles of Incorporation, natural person(s) comunder the laws of the State of Florida.   | petent to contract, hereby form a   |
|                              | ARTICLE I - CORPORATE NAME  | ング・<br>・/ <b>ン</b>                  |
| he name o                    | of the corporation is:  | <                                   |
|                              | OVERSEAS MANAGERIAL SERVICES, INC.  |                                     |
|                              | ARTICLE II - DURATION   |                                     |
| lbis corpor                  | ation shall exist perpetually unless dissolved according to Florida law.  |                                     |
|                              | ARTICLE III - PURPOSE   |                                     |
|                              | ation, is organized for the purpose of engaging in any activities or businesses and the State of Florida.   | s permitted under the laws of the   |
|                              | ARTICLE IV - CAPITAL STOCK  |                                     |
| The corpora                  | ation is authorized to issue FIVE HUNDRED shares ( 500  | ) of ONE                            |
| Dollar(s) (                  | \$ 1.00 par value Common Stock, which shall be des  | signated 'Common Shares.'           |
|                              | ARTICLE V - INITIAL REGISTERED OFFICE AND A   | AGENT                               |
| The street                   | address of the Initial Registered Agent office and the name of the Initial  | Registered Agent at that office is: |
| AME                          | JORGE BANOS   |                                     |
| DDRESS                       | 4315 N.W. 7 ST., STE 36   |                                     |
| TIY                          | MIAMI FLORIDA   | ZIP 33126                           |
|                              | ipal office, if known, or the mailing adress of the corporation is:   | <u></u>                             |
| NAME                         | OVERSEAS MANAGERIAL SERVICES, INC.  |                                     |
| ADDRESS                      | 4315 N.W. 7 ST., STE 36   |                                     |
| CITY                         | MIAMI FLORIDA   | ZIP 33126                           |
| <u> </u>                     | ARTICLE VI - INITIAL BOARD OF DIRECTO.  |                                     |
| increased                    | coration shall have ONE (1) directors initially. The cordinaished from time to time by the By-Laws, but shall never be less of the initial director(s) of the corporation are as follows: | e number of directors may be either |
| NAME                         | JORGE BANOS PRESIDENT   |                                     |
| ADDRESS                      | 4315 N.W. 7 ST., STE 36   |                                     |
| CITY                         | MIAMI STATE FLORII  | DA <b>ZIP</b> 33126                 |
| NAME                         |   |                                     |
| ADDRESS                      |   |                                     |
| CITY                         | STATE   | ZIP                                 |
| NAME                         |   |                                     |
| ADDRESS                      |   |                                     |
| CTTY                         | STATB   | ZIP                                 |
|                              | ARTICLES OF INCORPORATION, PAGE 1 PAGE 1  |                                     |

### ARTICLE VIL - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

| VAME           | JORGE H. BANOS   |  |                                  |
|----------------|--|--|----------------------------------|
| ADDRESS        | 4315 N.W. 7 ST., STE 36  |  |                                  |
| CTTY           | MIAMI  | STATE FLORIDA  | ZIP 33126                        |
| NAME           |  |  |                                  |
| ADDRESS        |  |  |                                  |
| CTTY           |  | STATE  | ZIP                              |
| VANCE          |  |  |                                  |
| ADDRESS        |  |  |                                  |
| CTIY           |  | STATE  | <b>2</b> 21P                     |
| IN WITH        | NESS WHEREOF, the undersigned subscription of the AUGUST 19 97   | riber(s) have executed these Articles  | 2.                               |
|                |  |  | (Scal)                           |
|                |  | /  | (Seal)                           |
|                |  |  |                                  |
|                | ·  | ·  | (Scal)                           |
| before appeare | me, a Notary Public authorized to take ac  | SS   | unty set forth above, personally |
| <u></u>        | Signature  |  | dentificatios                    |
|                |  |  |                                  |
|                | Signature  | Formof   | Identification                   |
| <del></del>    |  |  |                                  |
| me tha         | Signature  at to me and known to be the person(s) who executed these Articles of person as indicated opposite each name. | ecuted the foregoing Articles of Incorportion, that I relied upon the for                      |                                  |
|                | HOTARA BINNEY ZIANA STAT   | Witness my hand and official seed in the County and State last a foresaid this 28 AUGUST 19.97 |                                  |
|                |  | ORLANDO REGO   | OFFICIAL NOTARY SHAL             |

# CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

## CERTIFICATE OF REGISTERED AGENT

OF

| OVERSEAS MANAGERIAL SERVICES, INC. | FIL<br>97 AUG 29<br>SECRET <i>AR</i> O<br>TALLAHASS |
|------------------------------------|---|
| (name of corporation)              | PH 3: 09 GF STATE                                   |

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

| at          | 4315 N.W. 7 ST., STE 36   |  |  |
|-------------|---|--|--|
|             | MIAMI, FLORIDA 33126  |  |  |
| has named   | JORGE BANOS   |  |  |
| located at  | the aforesaid address, as its Registered Agent to accept service of process |  |  |
| within this |   |  |  |

#### ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

(registered agent)