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

Office Use Only

CORPORATION NAME(S)	& DOCUMENT NUMBER	(S	),	(if known)	):
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October 1, 1997

LAZARUS CORPORATE INDUSTRIES, INC. 890 SW 87 AVE SUITE 16 MIAMI, FL 33174

SUBJECT: MOURE-DOMECQ, P.A. Ref. Number: W97000022500

We have received your document for MOURE-DOMECQ, P.A. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The person designated as registered agent in the document and the person signing as registered agent must be the same.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6932.

Kimberly Rolfe Document Specialist

Letter Number: 797A00048441

# ARTICLES OF INCORPORATION OF MOURE-DOMECQ, P.A.

The undersigned, Elena Moure-Domecq, ESQUIRE, who is duly licensed to practice law and perform legal services in the State of Florida, desires to form a professional corporation pursuant to Florida Statutes for the purpose of rendering legal services, and adopts the following Articles of Incorporation for such corporation.

#### ARTICLE I - NAME

The name of the corporation shall be Moure-Domecq, P.A.

#### ARTICLE II - PURPOSES AND POWERS

The name of the corporation formed is to engage in the general practice of law. In connection with the above-mentioned purpose, the corporation shall have the power to conduct and transact business as follows:

- A. To do and transact any and all business as permitted under the laws of the State of Florida and the United States of America.
- B. To purchase for investment and resale land, property, houses, and building other property of any nature. To create, sell, and deal in freehold and leasehold ground rents. Top make advances upon the security of land or houses or other property. To deal in any manner with real and personal property.
- C. To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, and other negotiable instruments, including bonds, debentures, or other obligations of this corporation, whether secured by mortgage pledge, or otherwise, or unsecured, for money borrowed, or in payment for property purchased or acquired, or for other lawful objects.

- D. To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of capital stock, or any bonds, securities, or other evidences of indebtedness, to exercise all of such stock or evidence of indebtedness, to exercise all of rights, powers and privileges of ownership, including the right to vote according to the rights of said instruments and agreement.
- E. To purchase, hold, sell and transfer shares of its own capital stock; subject, however, to such limitations as may be provided by law; and provide further, that shares of its own capital stock owned by the corporation shall not be voted upon directly or indirectly nor counted as outstanding for the purpose of any stockholder's quorum or vote.

Without limiting any of the purposes, powers, and objects of this corporation, it is expressly declared and provided that this corporation shall have the power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of the objects herein above specified, to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers, either as principal, agent, broker, conferred by the Laws of Florida upon corporation, and which a partnership or natural persons could do or exercise, and which now or hereafter may be authorized by law.

# **ARTICLE III - PRINCIPAL OFFICE**

The post office address of the principal office of the corporation shall be located at 9260 Sunset Drive, Ste. 107, Miami, Florida 33173.

## **ARTICLES IV - INCORPORATORS**

The name and address of the subscriber to these Articles of Incorporation, and the number of shares of stock each agrees to take, the total agreement amount of which shall be aggregate sum of 100 shares at a par value of \$10.00 per share, the amount of capital with which this corporation shall begin business, is as follows:

NAME	ADDRESS	SHARES	AMOUNT
Elena Moure-Domecq	9260 Sunset Drive, Ste. 107 Miami, Florida 33173	100	\$1,000.00

# ARTICLE V - DIRECTORS & MANAGEMENT OF CORPORATION

The corporation shall be governed by a Board of Directors consisting of one director.

Directors shall be stockholders in the corporation and shall be elected by the stockholders.

This corporation shall be initially governed by the stockholders, notwithstanding other provisions of these Articles of Incorporation. At the discretion of the initial sole stockholders or the successors of all shares of the stockholders, or when there are two or more stockholders owning stock in the corporation, at the meeting held for that purpose, the stockholders may elect to operate with a Board of Directors and officers as provided elsewhere in these Articles of Incorporation. At such time there shall be elected a minimum of one (1) director who shall hold office for one year after the election or until their successors are elected or appointed and have qualified.

The stockholders, PRESIDENT, VICE-PRESIDENT, SECRETARY, TREASURER, and such others officers as are permitted by the By-Laws of the corporation, shall serve for one year after their election or until their successors are elected of appointed and have qualified. The manner and form of electing or appointing officers and directors shall be set in the By-Laws.

All of the powers of the corporation shall be exercised by, and the business affairs of the corporation shall be managed under the direction of the Board of Directors of the corporation.

The names and addresses of the first Board of Directors, who shall, subject to these Articles of Incorporation, By-Laws, and the Laws of the State of Florida, hold office for the first year of the corporation's existence, or until their successors shall have been elected and qualified, is as follows:

Elena Moure-Domecq 9260 Sunset Drive, Suite 107 Miami, Florida 33173 The names and address of the officers of the corporation until the first meeting of the Board of Directors, or until such time as successors are elected and qualified, shall be:

Elena Moure-Domecq, President/Treasurer/Secretary/Director 9260 Sunset Drive, Suite 107, Miami, Florida 33173

#### ARTICLE VI - CAPITALIZATION

The aggregate number of shares of stock that the corporation is authorized to issue is 100 shares, which shares shall be common stock having a par value of Ten Dollars (\$10.00) per share. Stock shall be issued only to persons who are licensed to practice law in the State of Florida or any other jurisdiction allowed under the Laws of the State of Florida or the United States.

### ARTICLE VII - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business shall be One Thousand Dollars (\$1,000.00).

## **ARTICLE VIII - DURATION**

The existence of this corporation shall be perpetual, or until such time as allowed under the Laws of the State of Florida, the Rule of the Florida Supreme Court and the Florida Bar.

# ARTICLE IX - CERTIFICATION OF AUTHORIZATION OF PRACTICE

Attached hereto are certificates issued by the appropriate licensing authority certifying that each of the proposed shareholders directors, and officers is authorized to practice law and render legal services in the State of Florida, for which the corporation is being organized.

## ARTICLE X - AGENT FOR SERVICE OF PROCESS

Elena Moure-Domecq, is hereby designated as the registered agent of the corporation upon whom process against it may be served. Such agent may be served at 9260 Sunset Drive, Suite 107, Miami, Florida 33173.

## ARTICLE XI - ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been made initial registered agent to accept service and process of the corporation and the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.

IN WITNESS WHEREOF, I have hereunto made, subscribed and acknowledged these

Articles of Incorporation.

EVEN MOURE-DOMECO, ESQUIRE

FLORIDA BAR NO: 0603340

TILED -2 PH 2:

STATE OF FLORIDA

**COUNTY OF DADE** 

I HEREBY CERTIFY that on this day personally appeared, Elena Moure-Domecq, Esq., to me known to be the same described herein and who executed these Articles of Incorporation, and acknowledged the Articles to be the act and deed of the subscribers and that the facts set forth therein are true and correct to the best of her knowledge.

WITNESS my hand and seal at Miami, Dade County, Florida this  $\frac{9}{2}$  day of  $\frac{500}{2}$ , 1997.

MOTARY PUBLIC, STATE OF FLORIDA
MARILENE VALIDO
COMMISSION NO: CC-316238
MY COMMISSION EXPIRES
SEP. 15, 1007

NOTARY PUBLIC