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LAZARUS CORPORATION

FAX: 3052201440

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FLORIDA PROFIT CORPORATION OR P.A.

MOLLY USA INVESTMENTS, INC.

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ARTICLES OF INCORPORATION

OF

MOLLY USA INVESTMENTS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: MOLLY USA INVESTMENTS, INC.

ARTICLE II PRINCIPAL OFFICE

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

791 CRANDON BLVD.
APT. # 1102
KEY BISCAYNE, FL 33149

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one Thousand (1000) shares of One (\$1.00) Dollar par value each.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Alberto J. Parlade
PARLADE & FIGUERAS
7050 S.W. 86 Avenue
Miami, Florida 33143

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ARTICLE V. INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) Directors initially. The number of Directors may be increased or diminished from time to time by the By-laws but shall never be less than one (1). The names and addresses of the initial Directors of this corporation are:

FRANCISCO ELIAS
791 CRANDON BLVD.
APT. # 1102
KEY BISCAYNE, FL 33149

BEATRIZ DE ELIAS
791 CRANDON BLVD.
APT. # 1102
KEY BISCAYNE, FL 33149

MARIA LAURA ELIAS
791 CRANDON BLVD.
APT. # 1102
KEY BISCAYNE, FL 33149

ARTICLE VI. INITIAL OFFICERS

The names and street addresses of the initial officers of this corporation are:

FRANCISCO ELIAS
791 CRANDON BLVD.
APT. # 1102
KEY BISCAYNE, FL 33149

PRESIDENT & SECRETARY

BEATRIZ DE ELIAS
791 CRANDON BLVD.
APT. # 1102
KEY BISCAYNE, FL 33149

TREASURER

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MARIA LAURA ELIAS
791 CRANDON BLVD.
APT. # 1102
KEY BISCAYNE, FL 33149

VICE-PRESIDENT & ASSISTANT SECRETARY

ARTICLE VII INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Alberto J. Parlade
PARLADE & FIGUERAS
7050 S.W. 86 Avenue
Miami, Florida 33143

The undersigned has executed these Articles of Incorporation this 15 day of January, 2004.


ALBERTO J. PARLADE, Incorporator

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of 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:

MOLLY USA INVESTMENTS, INC.

2. The name and address of the registered agent and office is:

Alberto J. Parlade
PARLADE & FIGUERAS
7050 S.W. 86 Avenue
Miami, Florida 33143

Signature


ALBERTO J. PARLADE, Incorporator
Date: January 15, 2004.

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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 REGISTERED 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


ALBERTO J. PARLADE, Registered Agent
Date: January 15, 2004.

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