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LAZARUS CORPORATION

FAX: 3052201440

PAGE 1

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5 B/K

LIMITED LIABILITY COMPANY

UPTREND INVESTMENT GROUP, L.L.C.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$155.00

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DIVISION OF CORPORATIONS

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ARTICLES OF ORGANIZATION
OF
UPTREND INVESTMENT GROUP, L.L.C.
A FLORIDA LIMITED LIABILITY COMPANY

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ARTICLE I - Name:

The name of the Limited Liability Company is:

UPTREND INVESTMENT GROUP, L.L.C.

ARTICLE II - Address:

The mailing address and the street address of the principal office of the Limited Liability Company is:

13200 SW 128 ST.
BLDG. C
Miami, Florida 33186

ARTICLE III - Duration:

The Limited Liability Company shall have perpetual duration.

ARTICLE IV - Members With Interest in LLC:

The names and street addresses of the Members of the Limited Liability Company are as follows:

Name:	Address:
MANUEL O. QUINTANA	15321 SW 152 TERRACE MIAMI, FLORIDA 33187
JOSE LUIS OLIVEROS	6821 SW 128 PLACE MIAMI, FLORIDA 33183

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ARTICLE V - Management:

The Limited Liability Company is to be managed by its members and the names and addresses of the managing members and their titles are as follows:

Name:	Position:	Address:
MANUEL O. QUINTANA	MANAGER	15321 SW 152 TERRACE MIAMI, FLORIDA 33187
JOSE LUIS OLIVEROS	MANAGER	6821 SW 128 PLACE MIAMI, FLORIDA 33183

ARTICLE VI - Members Rights to Continue Business:

The right of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be as set forth in the regulations adopted by the members of the limited liability company.



MANUEL O. QUINTANA,
Organizing Member



JOSE LUIS OLIVEROS,
Organizing Member

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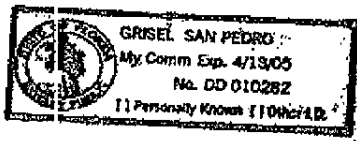
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STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned officer(s), duly authorized to administer oaths and take acknowledgements, personally appeared this day MANUEL O. QUINTANA, and JOSE LUIS OLIVEROS, who are personally known or produced N/A as identification and who executed the foregoing Articles of Organization and who upon first being duly sworn on oath, depose and states that he executed the same for the purposes therein expressed, on this 8th day of October, 2002.

My Commission Expires:


Notary Public, State of Florida
at Large



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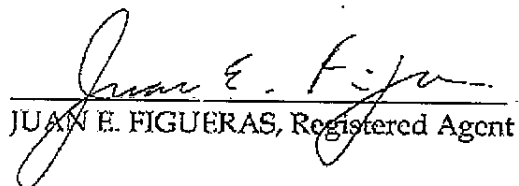
CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:
2. The name and address of the registered agent and office is:

JUAN E. FIGUERAS
7050 SW 86 Avenue
Miami, Florida 33143

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment of registered agent and agree to act in its 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.


JUAN E. FIGUERAS, Registered Agent

10/8/2
(Date)

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