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LAZARUS CORPORATION

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**FLORIDA PROFIT CORPORATION OR P.A.**  
**SKEIS GROUP, INC.**

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION OF**

**SKEIS GROUP, INC.**

**ARTICLE I - NAME**

The name of this corporation is: SKEIS GROUP, INC., with the principal place of business located at: 245 SE 1ST STREET STE 403, MIAMI, FL. 33131.

**ARTICLE II - PURPOSE**

This corporation shall have perpetual existence and may engage in any and all lawful business under the laws of the United States and the State of Florida.

**ARTICLE III - CAPITAL STOCK**

This corporation is authorized to issue 500 shares of one dollar par (\$1.00) par value common stock.

**ARTICLE IV - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash or any new common stock of this corporation, shall have the right to purchase their pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The present street address of the Registered Office of this corporation is: 245 SE 1ST STREET STE 403, MIAMI, FL. 33131.

The name of the initial Registered Agent of this corporation is: JOSE FIORE.

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**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The initials directors of this corporation are:

MARCEL L SCASSO, 245 SE 1ST STREET STE 403, MIAMI, FL. 33131.

JOSE FIORE, 245 SE 1ST STREET STE 403, MIAMI, FL. 33131.

**ARTICLE VII - INCORPORATOR**

The name and address of the person signing this article is:

JOSE FIORE, 245 SE 1ST STREET STE 403, MIAMI, FL. 33131.

**ARTICLE VIII - INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officers or directors to the full extent permitted by law.

**ARTICLE IX - MANAGEMENT, OF CORPORATION BY SHAREHOLDERS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the director of, or shareholders of this corporation.

**ARTICLE X - BY LAWS**

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholder.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 16<sup>th</sup> day of January of 2003.

  
\_\_\_\_\_  
Jose Fiore, Incorporator.

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CERTIFICATE DESIGNATING THE ADDRESS AND AN


AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

That SKEIS GROUP, INC., desiring to organize under the laws of the State of Florida, which will have its principal office in the County of Miami-Dade, State of Florida, has appointed Mr. Jose Fiore as its agent to accept service of process within the state.

ACKNOWLEDGMENT:

Having been named by the first Board of Directors of SKEIS GROUP, INC., to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provision of the Florida Statutes, this 16<sup>th</sup> day of January of 2003.

  
\_\_\_\_\_  
Jose Fiore, Registered Agent.

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