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Division of Corporations

LAZARUS CORPORATION

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PAGE 1

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**FLORIDA PROFIT CORPORATION OR P.A.**

**Onwards America, Inc.**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

March 31, 2003

LAZARUS CORPORATE FILING SERVICE, INC.

SUBJECT: ONWARDS AMERICA, INC.  
REF: W03000008990

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

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ARTICLES OF INCORPORATION

OF

**Onwards America, Inc.**

The undersigned for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation.

Article I

**NAME**

The name of the corporation is **Onwards America, INC.**, and the principal address shall be 9805 NW 52 St. Suite #313, Miami, Florida 33178.

Article II

**DURATION**

The corporation shall exist perpetually. Corporate existence shall commence upon filing to the Department of State.

Article III

**NATURE OF BUSINESS**

The corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

Article IV

**CAPITAL STOCK**

(a) **Authorized Capital.** The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of stock with one dollar (\$1.00) per value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

(b) **Preemptive Rights.** Shareholders shall have no preemptive rights.

(c) **Cumulative Voting.** Cumulative voting shall not be permitted.

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## Article V

## INITIAL REGISTERED OFFICE AND AGENT

The street of the initial registered office of this corporation is 9805 NW 52 St. Suite # 313, Miami, Florida 33178 and the name of the initial registered agent of this corporation is WILLIAM J. SANCHEZ.

## Article VI

## DIRECTORS

(a) Number. This corporation shall have TWO (2) initially. The number of directors may have increased or diminished from time to time be the by-laws, but shall never be less than two.

(b) Initial Director. The name and street of the directors of the corporation are:

## NAME

## ADDRESS

Name : Gyoung Geun Lee  
Position : President

Address : 9805 NW 52 St. #313  
Miami, Florida 33178

Name : Gyoung Geun Lee  
Position : Director

Address : 9805 N.W. 52 St. #313  
Miami, Florida 33178

(c) Compensation. The board of directors hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefore in any other form.

(d) Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

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Article VII

The directors shall adopt the initial bylaws of this corporation. Bylaws shall be adopted, altered, amended or repealed from time to time either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the director.

Article VIII

**INCORPORATOR**

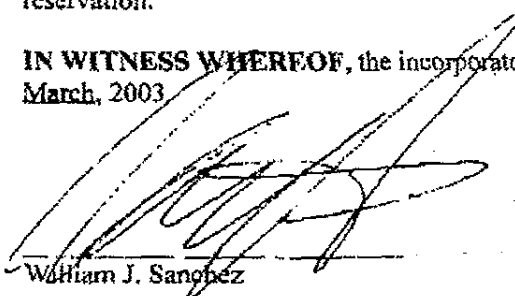
William J. Sanchez, Esq.  
10621 N. Kendall Drive., Suite 211  
Miami, Florida 33176

Article IX

**AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles this 30th day of March, 2003



William J. Sanchez

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LAZARUS CORPORATION

FAX: 3052201440

PAGE 6

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

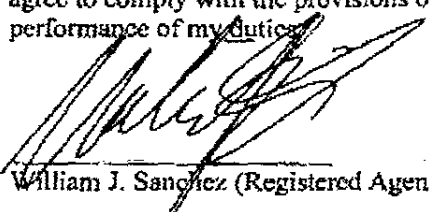
In compliance with Section 48, 901, Florida Statutes, the following is submitted.  
**Onwards America, Inc.** organizes or qualifies under the laws of the State of Florida,  
with its principal place of business 9805 NW 52 St. Suite 313, Miami, Florida 33178 has  
named William J. Sanchez, located 9805 NW 52 St. Suite 313, Miami, Florida 33178 as  
its agent and accept service of process within Florida.

Incorporator:

  
William J. Sanchez, Esq.

Date: 03/30/03

Having been named to accept service of process for the above stated Corporation, at the  
place designated in this Certificate, I hereby agree to act in this capacity, and I further  
agree to comply with the provisions of all statutes relative to the proper and complete  
performance of my duties.

  
William J. Sanchez (Registered Agent)

Date: 03/30/03

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