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LAZARUS CORPORATION

FAX: 305 220 1440

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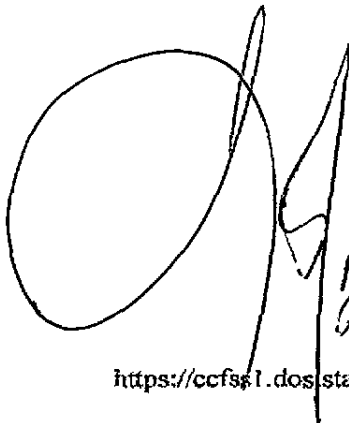
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FLORIDA PROFIT CORPORATION OR P.A.

SANTIAGO PALENZUELA & ASSOCIATES, CORP.



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ARTICLES OF INCORPORATION
OF

Santiago Palenzuela & Associates, Corp.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be:

Santiago Palenzuela & Associates, Corp.

ARTICLE II: NATURE OF BUSINESS

The principal place of business of this corporation shall be:

282 West 35th Street
Hialeah, FL 33012

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III: CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is one hundred shares at one-dollar par value.

ARTICLE IV: TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V: OFFICERS DIRECTORS

The name(s) and street address (es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until successor(s) is (are) elected, is (are):

DIRECTORS

Santiago Palenzuela
282 West 35th Street
Hialeah, FL 33012

Tania Palenzuela
282 West 35th Street
Hialeah, FL 33012

Prepared By:
Maria A. Fernandez
330 West 10th Street No. 2
Hialeah FL 33010
(305) 883-8274

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LAZARUS CORPORATION

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PAGE 3

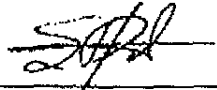
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ARTICLE VI: INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these articles of incorporation is(are):

Santiago Palenzuela
282 West 35th Street
Hialeah, FL 33012

The undersigned has (have) executed these Article of Incorporation this April 23rd, 2003.



Prepared By:
Maria A. Fernandez
330 West 10th Street No. 2
Hialeah FL 33010
(305) 883-8274

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CERTIFICATE OF DESIGNATIONREGISTERED AGENT / REGISTERED OFFICE

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

Santiago Palenzuela & Associates, Corp.

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

Santiago Palenzuela
282 West 35th Street
Hialeah, FL 33012

Signature



Title

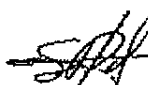
DIRECTOR

Date

4/23/03

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICES 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

Signature



Date

4/28/03

Prepared By:
Maria A. Fernandez
330 West 10th Street No.
Hialeah FL 33010
(305) 883-8274

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