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Division of Corporations

LAZARUS CORPORATION

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Florida Department of State
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SECRETARY OF STATE
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FLORIDA PROFIT CORPORATION OR P.A.

SELECT COMPANY USA

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

ARTICLE I. NAME

The name of this corporation is Select Company USA.

ARTICLE II. NATURE OF BUSINESS

Select Company USA is organized for the purpose of transacting any lawful business for which corporations may be formed in Florida.

ARTICLE III. TERM OF EXISTENCE

The duration of Select Company USA is perpetual.

ARTICLE IV. CAPITAL STOCK

The duration of Select Company USA is authorized to issue of 100 shares of common stock, par value \$1.00 per share.

ARTICLE V. ADDRESS

The principle address of Select Company USA is:

14939 N.W. 27th Avenue
Opa-Locka, Florida 33054

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ARTICLE VI. ACKNOWLEDGEMENT OF REGISTERED AGENT

The name of the initial registered agent of this corporation at this address is
ELVIRA POP.

14939 N.W. 27th Avenue
Opa-Locka, Florida 33054

I, Elvira Pop, having been named to accept Service of Process for Select Company USA, a Florida corporation, at the place designated in Article V of the attached Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.

Dated this 26th day of March, 2004.

Elvira Pop
Elvira Pop

ARTICLE VII. INITIAL DIRECTORS

SELECT COMPANY USA, shall have two (2) directors, and the number of directors may be changed as provided in the bylaws, but shall never be less than one. The name and address of the initial director are:

ELVIRA POP
6105 Prospect Street
Niagara Falls, Ontario
L2G1G9

President

IOAN POP
6105 Prospect Street
Niagara Falls, Ontario
L2G1G9

Vice-President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

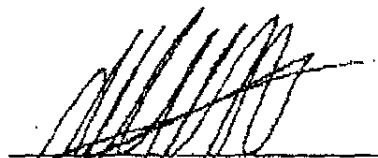
ARTICLE VIII. INCORPORATOR

The name and addresses of the incorporator of this corporation are:

Michelle L. Acebo, Esq.
6175 N.W. 153rd Street, Suite #229
Miami Lakes, Florida 33014

IN WITNESS WHEREOF, the undersigned has executed these Articles of
Incorporation this 26th day of March, 2004.

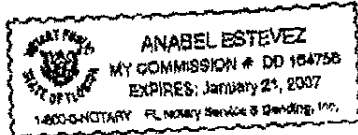
STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)


MICHELLE L. ACEBO
Incorporator

Before me, a notary public authorized to take acknowledgments in the state and
county seats above, personally appeared Michelle L. Acebo, known to me and known by
me to be the person(s) who executed the foregoing Articles of Incorporation, and
acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official
seal, in the state and county aforesaid, this 26th day of March, 2004.


Notary Public
State of Florida At Large



My Commission Expires:

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