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LAZARUS

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**FLORIDA PROFIT/NON PROFIT CORPORATION
M&W MANAGEMENT AND PRODUCTIONS, INC**

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ARTICLES OF INCORPORATION

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

ARTICLE I - NAME

The name of the corporation shall be:

M & W MANAGEMENT AND PRODUCTIONS, INC

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing of this corporation shall be:

2520 CORAL WAY, SUITE 2082
MIAMI, FLORIDA 33145

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100

ARTICLES IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

WILFREDO JEGA J.R.
2520 CORAL WAY, SUITE 2082
MIAMI, FL 33145.

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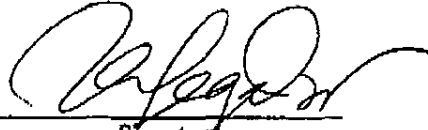
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**ARTICLE V - INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is:

WILFREDO VEGA I.R.
2520 Coral Way, Suite 2082,
Miami, FL 33145

The undersigned incorporator has executed these Articles of Incorporation this

5 day of NOV 2010.

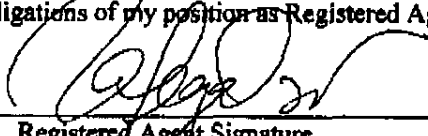

Signature**ARTICLE VI- DIRECTOR(S)**

The name(s) and street address (es) of the director(s) to these Articles of Incorporation is (are):

WILFREDO VEGA I.R. - PRESIDENT.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT**/REGISTERED OFFICE**

Having been named as Registered Agent and to accept service of process for the above stated corporation at 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 related to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


Registered Agent Signature

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