

Charter Number

P9500003987

VALIDATION ONLY

LAZARUS CORPORATE INDUSTRIES

Requestor's Name

890 S.W. 87 Ave. Suite 16

Address

MIAMI, FL 33165 305-552-5073

City State ZIP Phone

local rep. TPRESA ROMAN 385-6735

CORPORATION(S) NAME

JACKSON TRANSMISSION, INC

200001387872
-01/24/95--01017--031
****122.50 ****122.50

FILED
55 JAN 17 PM 12:30
TALLAHASSEE, FLORIDA

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|--|--|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reservation | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> After 4:30 |
| | | <input type="checkbox"/> Mail Out |

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Name	
Availability	
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Exemptions	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

ARTICLES OF INCORPORATION

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, privileges, rights and immunities of a corporation for profit.

ARTICLE I

The name of the corporation shall be:

JACKSON TRANSMISSION, INC.

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ARTICLE II

The general character or nature of the business to be transacted by this corporation is to engage in any activity or business permitted under the laws of the United States and this State.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding is 100 shares of common stock, each share having a par value of \$1.00. Authorized capital stock may be paid for in cash.

ARTICLE IV

The amount of capital with which this corporation shall begin business shall not be less than ONE HUNDRED DOLLARS (100.00)

ARTICLE V

The initial street address of the principal office of this corporation is to be at 1850 N.W. 7 AVE. MIAMI FL 33127.

ARTICLE VI

The corporation shall have 1 Director. The number of Directors may be increased or diminished from time to time pursuant to the By-Laws.

ARTICLE VII

The names and street addresses of the first Board of Directors of this corporation, who shall hold office for the first year, or until their successors are duly elected and qualified, shall be:

PRESIDENT:

DIEGO A. LEZCANO 6855 N.WATER WAY DR.MIAMI FL 33144

VICE PRESIDENT:

DIEGO A. LEZCANO 6855 N.WATER WAY DR.MIAMI FL 33144

TREASURE:

DIEGO A. LEZCANO 6855 N.WATER WAY DR.MIAMI FL 33144

SECRETARY:

DIEGO A. LEZCANO 6855 N.WATER WAY DR.MIAMI FL 33144

ARTICLE VIII

The names and street addresses of each subscriber and the number of shares of stock which each agrees to take are:

NAME	ADDRESS	SHARES
DIEGO A. LEZCAN	6855 N.WATER WAY DRIVE	100

ARTICLE IX

The names and street addresses of the incorporators:

PRESIDENT:

DIEGO A. LEZCAN 6855 N.WATER WAY DRIVE MIAMI FL 33155

ARTICLE X

The corporation shall have a perpetual existence.

ARTICLE XI

The street address of the initial registered agent of the corporation is:

DIEGO A. LEZCAN AS PRES
6855 N.WATER WAY DRIVE
3MIAMI FL 33155

The name of the initial registered agent of the corporation at that address is:

DIEGO A. LEZCANO

ARTICLE XII

Stockholders of this corporation may enter into such stockholders' and trustee agreements as they may see fit wherein and whereby such stockholders may limit their voting rights by virtue of such stockholders' and trustee agreements.

ARTICLE XII

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain Amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and acknowledge to be filed in the office of the Secretary of State the foregoing Articles of Incorporation this 13 day of September, 1995

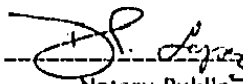

By: DIEGO A. LEZCANO, President

STATE OF FLORIDA)

COUNTY OF DADE)

I HEREBY CERTIFY that on this 13 day of January 1995 before me personally appeared DIEGO A. LEZCANO, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same.

WITNESS my hand and official seal on the day and date first set forth above.



Notary Public

My Commission Expires:



DOLORES LOPEZ
COMMISSION # CC 362233
EXPIRES APR 6, 1998
NOTARY PUBLIC

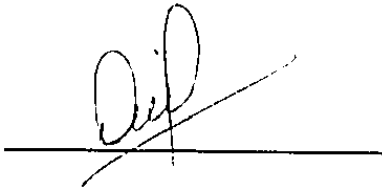
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED

In pursuance of chapter 48.091, Florida Statutes, the following
is submitted in compliance with said Act:

First, that JACKSON TRANSMISSION, INC desiring to
organize under the laws of the State of Florida, with its principal office as
indicated in the Articles of Incorporation, has named DIEGO A. LEZCANO located
at 6855 N. WATER WAY DR. MIAMI Florida County of Dade, State of Florida, as
its agent to accept service of process within this State. The principal office of
the corporation shall be: 6855 N. WATER WAY DR. MIAMI, Florida 33155

ACKNOWLEDGEMENT

Having been named to accept service of process for the above
stated corporation, at place designated in this Certificate, I hereby accept to act
in this capacity, and agree to comply with the provisions of said Act relative to
keeping open said office.



(Resident Agent)

FILED
95 JUN 17 PM 12:30
TALLAHASSEE, FLORIDA