P95000012913

OFFICE USE ONLY (Document #)

LAZARO CORPORATE INDUSTRIES, INC.
(Requestor's Name)

[illegible] AVENUE [illegible]
(Address)

MIAMI, FLORIDA [illegible] (305)5[illegible] 5971
(City/State/Zip) (Phone #)

LOCAL [illegible] TALLAHASSEE
(904) [illegible]

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Imagic Commerce Corp. [illegible]
(Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

- [x] Walk in
- [x] Pick up time 3:00
- [x] Certified Copy
- [ ] Mail out
- [ ] Will wait
- [ ] Photocopy
- [ ] Certificate of Status

	NEW FILINGS
X	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
	Amendment
	Resignation of R.A., Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

CR2E031 (9/92)

Examiner's Initials KAN 2-15

STATE
CORPORATIONS

95 FEB 15 PM 1:46

ARTICLES OF INCORPORATION OF IMAFEX COMMERCIAL CORP.

ARTICLE I - NAME

The name of this corporation is IMAFEX COMMERCIAL CORP.

ARTICLE II - PURPOSE

The corporation shall be authorized to transact all legal business of any nature.

ARTICLE III - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

NUMBER OF SHARES AUTHORIZED	PAR VALUE PER SHARE	CLASS OF STOCK
500	$1.00	COMMON

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash for any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - OFFICE AND AGENT

The principal address of the corporation is:

6061 Collins Avenue Unit 10D
Miami Beach, Florida 33140

and the name and address of the initial registered agent of this corporation is:

NAME	ADDRESS
Antonio Carlos Teixeira	6061 Collins Avenue Unit 10D Miami Beach, Florida 33140

ARTICLE VI - COMMENCEMENT

This corporation shall commence on the date on which these articles are filed with the Secretary of State.

ARTICLE VII - INITIAL BOARD OF DIRECTORS AND OFFICERS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and addresses of the initial directors of this corporation are:

NAME	ADDRESS
Antonio Carlos Teixeira	6061 Collins Avenue Unit 10D Miami Beach, Florida 33140

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

NAME	ADDRESS
Antonio Carlos Teixeira	6061 Collins Avenue Unit 10D Miami Beach, Florida 33140

ARTICLE IX - COMPENSATION

The Board of Directors shall have the power, right and authority to establish compensation to be paid to this corporation's officers in its sole and absolute discretion. Said compensation shall be authorized by the Board at such periodic intervals as it deems appropriate and in the best interest of the corporation.

ARTICLE X - BY-LAWS

The power to alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XI - INDEMNIFICATION

The [illegible] shall indemnify any [illegible] or any [illegible] to the fullest extent permitted by law.

ARTICLE XII AMENDMENT

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

ARTICLE XIII STOCK SUBSCRIPTIONS

That the subscribers to stock shall be as follows:

Antonio Carlos Teixeira	50%

IN WITNESS THEREOF, the undersigned subscriber has executed these Articles of Incorporation this 7 day of February 1995.

Antonio Carlos Teixeira

ACCEPTANCE OF REGISTERED
AGENT

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.

SIGNATURE: ______________________________
REGISTERED AGENT

DATE: ______________________________