

P95000013818

OFFICE USE ONLY (Document #)

LAZARIUS CORPORATE INDUSTRIES, INC.

(Requestor's Name)

890 S.W. 87 AVENUE #16

(Address)

MIAMI, FLORIDA 33174 (305)552-5973

(City, State, Zip)

(Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

OFFICE USE ONLY

FILED OF STATIORS
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
95 FEB 17 PM 2:48

(904) 385-6735

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

1. S.M.G. Electronic Inc
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time 2:00 Certified Copy
- Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
02/21/95 01102-008
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Examiner's Initials

KAN

ARTICLES OF INCORPORATION
OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 FEB 17 PM 2:48

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

S.M.G. ELECTRONIC, INC.

ARTICLE II - PURPOSE

This corporation is organized for the general purpose of transacting all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: P.O. Box
96-0415
Miami, Florida 33296

ARTICLE IV - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred (100) shares of common stock, each share having a par value of one dollar (\$1.00).

ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:
Lester Fernandez
6051 sw 153 Ct. Rd.
Miami, Florida 33193

ARTICLE VI - INCORPORATOR

The name and street address of the incorporator of this corporation is:

LESTER FERNANDEZ-PRESIDENT
6051 S.W. 153 Ct Rd
Miami, Florida 33193

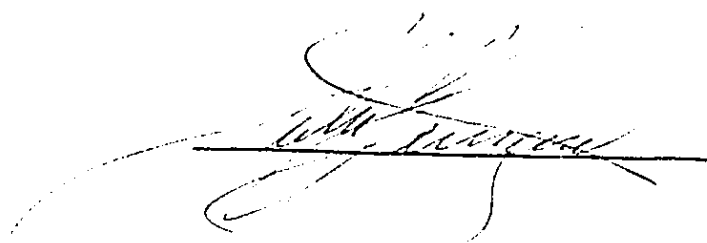
ARTICLE VII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the shareholders of the corporation.

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding at any regular meeting of the stockholders or at any special meeting of the stockholders called for that expressed purpose.

The undersigned has executed these Articles of Incorporation this 29th day of January, 1995



STATE OF FLORIDA)
)ss:
COUNTY OF DADE)

Before me, a notary public authorized to take acknowledgements in the state and country set forth above, personally appeared known to me to be the person who executed the foregoing articles of incorporation, and he acknowledged before me that he executed the same for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 29th day of January, 1995

Martha M. Gordillo
Notary Public, State of
Florida at Large



MARTHA M GORDILLO
STATE OF FLORIDA
My Comm Exp 6/25/96
COMM NBR CC211015

My Commission expires:

CERTIFICATE OF DESIGNATION FOR
REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of § 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement to designate the registered office and registered agent, in the State of Florida.

1. The name of the corporation is

S.M.G. ELECTRONIC, INC.

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

LESTER FERNANDEZ
6051 S.W. 153 Ct Rd
Miami, Florida 33193

Date: 2/10/95

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE 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 OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Lester Fernandez

Date: 2/10/95