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LAZARUS CORPORATE INDU	STRIES, INC.	STATE OF THE PARTY
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	(305)552-5973	PH 2: 59
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OTHER FILNGS	REGISTRATION QUALIFICATION	1.10 6 6 2
Annual Report		W15.2096
Fictitious Name	Foreign	<u> </u>
Name Reservation	Limited Partnership	
	Reinstatement	22
	Trademark	3-7
	Other	

Examiner's Initials

CR2E031(9/92)



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

March 7, 1995

LAZARUS CORPORATE INDUSTRIES, INC. 890 S.W. 87 AVENUE #16 MIAMI, FL 33174

SUBJECT: ADVANCED QUALITECH INTERNATIONAL CORP. Ref. Number: W95000005026

We have received your document for ADVANCED QUALITECH INTERNATIONAL CORP. and check(s) totaling \$122.50. However, your check(s) and document are being returned for the following:

The designation of the registered agent must be at a Florida street address.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Kevin Nickens Document Specialist

Letter Number: 595A00010155

ARTICLES OF INCORPORATION

OF

SECRETARY OF STATE DIVISION OF CORPORATION

95 MAR -9 PM 2: 59

ADVANCED QUALITECH INTERNATIONAL CORP.

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE ONE

The name of the corporation is:

ADVANCED QUALITECH INTERNATIONAL CORP.

ARTICLE TWO

The principal office of the corporation shall be located at:

4338 S.W. 8 St., Miami. Florida. 33134

Other offices for the transaction of business may be located wherever the Directors may deem necessary of expedient.

ARTICLE THREE

This corporation shall have perpetual existence and may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE FOUR

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE FIVE

The corporation shall have one director initially. However, the number of directors may be increased or decreased from time to time in such a manner as may be prescribed by the By-Laws.

The name and address of the initial directors are:

....

NAME	ADDRESS	
HASSAN KASSIR	2646 Dupont dr., Suite #20611.Irvine. C	la.
GHADA KASSIR	2646 Dupont Dr., Suite #20611.Irvine. C	la.

ARTICLE SIX

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

NAME	ADDRESS
HASSAN KASSIR	2646 Dupont Dr., Suite #20611, Irvine. Ca.
GHADA KASSIR	2646 Dupont Dr., Suite #20611, Irvine. Ca.

ARTICLE SEVEN

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

NAME

ADDRESS

HASSAN KASSIR

4338 SW 8th Street Miami, F1. 33134

ARTICLE EIGHT

Upon election of a Board of Directors by the stockholders, such Board of Directors shall manage the business affairs of the corporation without the necessity of further authority from the stockholders, except as by law or in these Articles otherwise provided; any action of such Board of Directors may be rescinded, or any officer or director removed from office, only upon a vote of stockholders holding a majority of the stock of the corporation which may at such time be actually issued, unless otherwise provided by the By-Laws of the corporation. All holders of common stock of this corporation shall be entitled to vote the same in the manner provided by the law.

ARTICLE NINE

The number of shares the corporation is authorized to isuu is 7,500,000 shares, which shall be common stock of \$0.001, par value, each.

ARTICLE TEN

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors, proposed to the stockholders and approved at the stockholders' meeting by a majority of the stock entitled to vote thereon.

ARTICLE ELEVEN

The shareholders may at their sole discretion, repeal, alter or amend the By-Laws of this corporation, restricting the power vested in the Board of Directors to adopt, amend, or repeal the By-Laws within its regular course of business.

HASSAN KASSIR

GHADA KASSIR

Having been named as resident agent for the above-stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statues relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.0505 Florida Statues.

HASSAN KASSIR