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FILED

95 MAR 30 PM 1:14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-03/31/95--01049--011
***122.50 ***122.50

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE INDUSTRIES, INC.
(Requester'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

(904) 385-6735

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

- 1. Sormano International Cooperation
(Corporation Name) (Document #)
- 2. _____
(Corporation Name) (Document #)
- 3. _____
(Corporation Name) (Document #)
- 4. _____
(Corporation Name) (Document #)

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

95 MAR 30
DIVISION OF CORPORATION

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

NANCY HENDRICKS MAR 30 1995

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
SORMARO INTERNATIONAL CORPORATION**

FILED
95 MAR 30 PM 1:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation to be formed under the laws of the State of Florida, hereby adopts the following Articles of Incorporation for such corporation, to be filed with the Secretary of State of the State of Florida:

ARTICLE I

The name of the corporation shall be **SORMARO INTERNATIONAL CORPORATION**. The principal place of business of this corporation shall be 3390 S.W. 107th Avenue, Miami, Florida 33165

ARTICLE II

The Corporation shall have perpetual existence commencing at the filing of the Articles of Incorporation with the Department of State.

ARTICLE III

The general nature of the business to be carried out by the Corporation is as follows:

1. To engage in any activity or business permitted under the laws of the United States of America.
2. To do any and all things necessary, suitable, useful, proper or admissible for the accomplishment of any of the purposes, or for the attainment of any of the objects, or for the exercise of any of the powers herein set forth, whether specified or not, either alone or in connection with other firms, corporations or individuals, either in this State or throughout the United States and elsewhere, and to do any other act or acts, thing or things, incidental or pertinent to or connected with the business herein before described, or any part or parts thereof, if not inconsistent with the laws of the United States, this state or any other state; and
3. To carry on any and all lawful purposes not specifically prohibited or limited by Chapter 607, Florida Statutes.

ARTICLE IV

The aggregate number of shares of capital stock that the Corporation shall have the authority to issue is One Thousand (1,000), with a par value of One Dollar (\$1.00) per share. The shares of the corporation are not to be divided into classes, nor is the corporation authorized to issue shares in series.

ARTICLE V

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the holders of record of the common shares shall all receive a ratable distribution of the assets of the corporation.

ARTICLE VI

The name and street address of the initial registered agent of the Corporation is:

Santiago Perez Abaunza

3390 S.W. 107th Avenue
Miami, Florida 33165

ARTICLE VII

The names and the post office addresses of the first Directors of the first Board of Directors, who, subject to the provisions of these Articles of Incorporation and the corporation laws of the State of Florida, shall hold office for the first year of the existence of the Corporation or until their successor(s) are elected and qualified are:

Santiago Perez Abaunza

3390 S.W. 107th Avenue
Miami, Florida 33165

A Board of Directors consisting of not less than two (2) nor more than Seven (7) members shall be elected at the first annual meeting of stockholders and at each annual meeting thereafter. Unless otherwise prescribed by law, the entire voting power to elect Directors and for all other purposes shall be vested exclusively in the holders of the outstanding shares of common stock with voting rights of the corporation.

ARTICLES VIII

The Corporation shall have all the powers enumerated for a corporation under the laws of the State of Florida.

ARTICLES IX

The Corporation shall indemnify and hold harmless any and all of its Directors and

Officers to the fullest extent permitted by law.

ARTICLE X

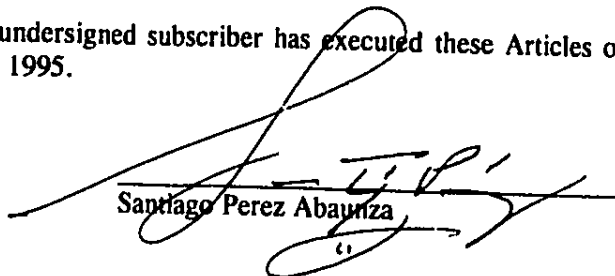
The name and address of the incorporator is as follows:

Santiago Perez Abaunza
3390 S.W. 107th Avenue
Miami, Florida 33165

ARTICLE XI

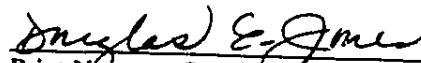
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 23 day of March, 1995.


Santiago Perez Abaunza

STATE OF FLORIDA)
)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 23 day of March, 1995, by Santiago Perez Abaunza, who has produced a driver's license as identification or who is personally known to me and who did take an oath.


Print Name: DOUGLAS E. JONES
NOTARY PUBLIC, State of Florida
at Large.

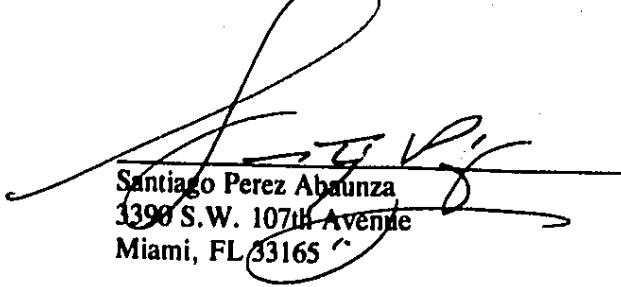
My Commission Expires:



DOUGLAS E JONES
My Commission CC402018
Expires Aug. 21, 1998
Bonded by HAI
800-422-1555

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

Having been named registered agent to accept service of process for **SORMARO INTERNATIONAL CORPORATION**, at the place designated in the Articles of Incorporation hereinabove set forth, I hereby agree to act in this capacity; and further agree to comply with the provisions of all statutes relative to the proper and complete performance of the duties of a registered agent.


Santiago Perez Abaunza
3390 S.W. 107th Avenue
Miami, FL 33165

FILED
95 MAR 30 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95000025472

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

890 S.W. 87 AVENUE, SUITE: 16
(Address)

MIAMI, FLORIDA 33174 (305)552-5973
(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE
(904)385-6715

OFFICE USE ONLY

800001626908
-11/02/95--01076--003
*****35.00 *****35.00

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

1. SORMARO INTERNATIONAL CORP
(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

FILED
 95 NOV -6 PM 3:33
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
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RECEIVED

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<input type="checkbox"/>	Foreign
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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Amendment
11/6/95

Examiner's Initials DC



RECEIVED

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 3, 1995

LAZARUS

SUBJECT: SORMARO INTERNATIONAL CORPORATION
Ref. Number: P95000025472

Pick up 2:00 P.M.

We have received your document for SORMARO INTERNATIONAL CORPORATION and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6906.

Darlene Connell
Corporate Specialist

Letter Number: 895A00049253

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
95 NOV -6 PM 3:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SORMARO INTERNATIONAL CORPORATION

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment of incorporation:

FIRST: Amendment(s) adopted (indicate article number(s) being amended.

ARTICLE VII: The name and address of Officers shall be

SANTIAGO PEREZ ABAUNZA	PRESIDENT	3390 SW 107 AVE MIAMI, FL 33165
ANA PEREZ	VICE PRESIDENT	3390 SW 107 AVE MIAMI, FL 33165

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: the date of each amendment's adoption: **NOVEMBER 1, 1995**

FOURTH: The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this day 1 of **NOVEMBER**, 1995

Signature _____
(By the Chairman/Vice Chairman of the Board of Directors)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

SANTIAGO PEREZ ABAUNZA

Typed or printed name

PRESIDENT/DIRECTOR

Title