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LAZARUS 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
(904)385-6735

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 24 PM 2:00

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

1. Baly Lighting Corp. (Corporation Name) (Document #)
2. (Corporation Name) (Document #)
3. (Corporation Name) (Document #)
4. (Corporation Name) (Document #)

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[X] Walk in [X] Pick up time 9:00 [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 AN 4-24

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 APR 24 PM 2:00

ARTICLES OF INCORPORATION

OF

BABY LIGHTING CORP

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation

ARTICLE I NAME

The name of the corporation shall be :

BABY LIGHTING CORP.

The principal place of business and mailing address of this corporation shall be:

7378 S.W. 45TH STREET
MIAMI, FL 33155

ARTICLE II NATURE OF THE BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

500 shares of Common Stock, each having $1.00 par value

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

NAME	POSITION	ADDRESS
LUIS E. DIAZ-PAEZ	PRES/SEC.	12455 SW 31ST STREET MIAMI, FL 33175
MARIO HERNANDEZ	VICE-PRES./ TREASURER	1121 SW 73TH CT MIAMI, FL 33144

ARTICLES VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these articles of incorporation is(are):

LUIS E. DIAZ-PAEZ	PRES/SEC.	12455 SW 31ST STREET MIAMI, FL 33175
MARIO HERNANDEZ	VICE-PRES./ TREASURER	1121 SW 73TH CT MIAMI, FL 33144

IN WITNESS WHEREOF, the undersigned incorporator(s) has have executed these Articles of Incorporation this 12TH day of APRIL 1995

Signature(s) of Incorporator(s)

STATE OF FLORIDA
COUNTY OF DADE

THE FOREGOING instrument was acknowledged and sworn to before me this 12TH day of APRIL, 1995, by LUIS E. PAEZ-DIAZ & MARIO HERNANDEZ, PRES/SEC., VICE-PRES/TREASURER of BABY LIGHTING CORP. They are personally known to me and did not take an oath.

Orlando de Armas

Notary Public

(SEAL)

My Commission Expires

ORLANDO DE ARMAS
MY COMMISSION # CC375000 EXPIRES
May 23, 1998
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 APR 24 PM 2:00

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is : BABY LIGHTING CORP

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

LUIS E. DIAZ-PAEZ

12455 SW 31ST STREET
(P.O. BOX NOT ACCEPTABLE)

MIAMI, FL 33175
(CITY/STATE/ZIP)

SIGNATURE ____________
(Corporate Officer)

TITLE Vice President

DATE 4/12/95

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 ACCEPT THE DUTIES AND OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE ____________
(Registered Agent)

DATE 4/12/95