

P950000 34902

FILED

95 MAY -4 PM 12:41

SECRETION EFFECTIVE DATE
TALLAHASSEE FLORIDA 05-03-95

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) 385-6735

OFFICE USE ONLY

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***122.50 ***122.50

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

1. TOP QUALITY SERVICES INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

Walk in Pick up time 9:00

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

NANCY HENDRICKS MAY - 4 1995

Examiner's Initials

MAY 3, 1995

Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, Fl 32314

Re: TOP QUALITY SERVICES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
05-03-95

ARTICLES of INCORPORATION

8306 MILLS DR., SUITE # 105
MIAMI, FL. 33183

The undersigned, in order to form a corporation for the purposes hereinafter stated, by and under the provisions of the Statues of the State of Florida, do hereby subscribe to these Articles of Incorporation.

ARTICLES I - NAME

The name of this corporation is

TOP QUALITY SERVICES, INC.

ARTICLES II - DURATION

This corporation shall have perpetual existence. The corporation existence commences at the date of the execution and acknowledgment of these Articles on the 3rd day of MAY, 1995

ARTICLES III - PURPOSE

This corporation is organized for the following purposes:

a) Of transacting any or all business permitted under the laws of the United States of America and the laws of the State of Florida.

b) To Purchase, sell, lease, operate, own, hold, transfer, convey, mortgage, or otherwise encumber, trade, exchange and generally deal in real estate and personal property of every kind, nature and description wheresoever property located, both tangible and intangible and including chooses in action, either as owner, broker, agent, or factor.

c) In the purchase or acquisition of property, business right or franchise, or for additional working capital, or for any other objective on or about its business affair and without limit as to amount, to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issues and sale or other DISPOSITION of bonus, evidence of indebtedness, whether secured by mortgage pledge, deed of trust or otherwise. The corporation might issue its stock for any lawful purpose, including the acquisition of any other entity.

d) To engage in any or all lawful activity and to: institute, participate in and promote and commercial, mercantile, financial and industrial enterprise and operations, and for the purposes of transacting any or all lawful business.

ARTICLES IV - POWER

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLES V - CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$ 1.00 each common stock which shall be designated "Common Shares".

ARTICLES VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of traction shares) at the price asst. which it is offered to others.

ARTICLES VII - INITIAL REGISTERED OFFICE AND AGENT

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

HUGO TORRES

8306 MILLS DR., SUITE #105
MIAMI, FL. 33183

ARTICLES VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director(s) initially. The numbers of director(s) may be either increased or diminished from time to time by the laws. The names and

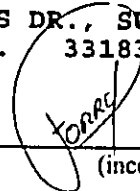
addresses of the initial director (s) of this corporation until the first annual meeting of shareholders or until their successors are elected and qualify (is)

NAME	ADDRESS
HUGO TORRES	8306 MILLS DR., SUITE #105 MIAMI, FL. 33183

ARTICLE IX - INCORPORATOR

The name(s) and address(es) of the person(s) signing these articles (is) are:

NAME	ADDRESS
HUGO TORRES	8306 MILLS DR., SUITE #105 MIAMI, FL. 33183

Signature 
(incorporator)

Title President

Date MAY 3, 1995

ARTICLES X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or at any amendment hereto, and any rights conferred upon the shareholders is SUBJECT to this reservation.

The name and address of the Incorporator is:

NAME	ADDRESS
HUGO TORRES	8306 MILLS DR., SUITE #105 MIAMI, FL. 33183

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

1. The name of the corporation is:
TOP QUALITY SERVICES, INC.
2. The name and address of the registered agent and office is:

Name: **HUGO TORRES**
Address: **8306 MILLS DR., SUITE #105**
(P.O. Box not acceptable) **MIAMI, FL. 33183**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE FOREGOING ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUS RELATED TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

DATE: 5-3-95

SIGNATURE:  (Registered agent)