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LAZARUS CORPORATE INDUSTRIES, INC. (Requestor's Name)		-05/24/95010/24002 ++++122.50 ++++122.5	
890 S.W. 87 AV	ENUE. SUITE: 16		
MIAMI, FLORIDA 33174 (305)552-5973 (City, State, Zip) (Phone #)		OFFICE USE ONLY	···
LOCAL REPRESEN	TATIVE TALLAHASSEE		
(904)385-6735			
	ME(s) & DOCUMENT NUMB		_
1. 10 Corpor	IIDED PRODUCT	(Ducumenta)	·
2	ation Name)	<u> </u>	
3.	ngon Mame)	(Document #)	<u> </u>
	ation Name)	(Document #)	
4. (Corpor	ation Name)	(Document #)	·
Walk in	Pick up time 3100	Certified Copy	
Mail out	Will wait Photocopy	Certificate of Status	95 HAY 23 SECRETARIASS
NEW FILINGS	AMENDMENTS		AIL A
X Profit	Amendment		
NonProfit	Resignation of R.A., Officer/D	irector	PH IZ: 20 EE, FLORID
Limited Liability	Change of Registered Agent		FLORE PLONE
Domestication	Dissolution/Withdrawal		Dri O
Other	Merger		
OTHER FILINGS	REGISTRATION/		_
Annual Report	QUALIFICATION	EFFECT	IVE DATE
Fictitious Name	Foreign		- 22-95
Name Reservation	Limited Partnership		
- varie (1636) 480011	Reinstatement		
	Trademark	<u> </u>	
	Other	Examiner'	s Initials

CR2E031(10/92)

FILED

ORTICLES OF INCORPORATION

95 HAY 23 PH 12: 20

OF

SECRETARY OF STATE TALLARIASSEE, FLORIDA

TOP VIDEO PRODUCTIONS, CORP.

ARTICLE I - NAME

EFFECTIVE DATE
5-22-95

The name of this corporation is: TOP VIDEO PRODUCTIONS, CORP.

ARTICLE II - DURATION

The corporation shall have perpetual existence commencing May 22, 1995.

ARTICLE III - PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States and the state of Florida and under the laws of any other country in the world.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of One (\$1.00) par value common stock, which shall be designated 'Common Shares'.

ARTICLE V - INITIAL REGISTERED AGENT AND PRINCIPAL OFFICE OF THE CORPORATION

The name and street address of the initial registered agent of this corporation is JORGE E. PEREZ, 1620 West Flagler Street, Miami, Florida 33135. The principal office of the corporation will be at 1620 West Flagler Street, Miami, Florida 33135.

ARTICLE VI - INITIAL BOARD OF "CTORS

This corporation shall have two (2) directors initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the directors of this corporation are:

Jorge E. Perez

1620 West Flagler Street

Miami, F1 33135

Geomar Perez Castellanos

1620 West Flagler Street Miami, FL 33012

ARTICLE VII - BY-LAWS

The By-Laws of this corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors.

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X - INCORPORATOR

The name and address of the person signing these Articles

Jorge E. Perez

1620 West Flagler Street Miami, FL 33139

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this way day of May, 1995.

JORGE E. PEREZ/ 1620 West Flagler Street

Miami, FL 33135

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS BY DAY OF MAY, 1995.

JORGE E. PEREZ

1620 West Flagler Street

Miami, FL 33135