LAZARUS CORPORATE INDUSTRIES, INC. AOO S.W. H7 AVENUE, SHITE: 16 MIAMI, PLORIDA 33174 (305)552-5973 OFFICE USE ONLY (City, State, Zip) LOCAL REPRESENTATIVE TALLAHASSEE (904) 385-6735 800001520443 -06/22/95--01041--011 *****78.75 *****78.75

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): ITALY-DAde IMPORTS INC. (Corporation Name) (Document #) (Curporation Name) (Document #) (Corporation Name) (Document #) Walk in Pick up time 9100 Certified Copy Mail out Will wait Photocopy Certificate of Status **NEW FILINGS** AMENDMENTS Profit Amendment NonProfit Resignation of R.A., Officer/Director **Limited Liability** Change of Registered Agent Domustication Dissolution/Withdrawal Other Merger

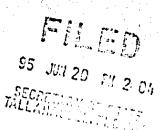
| OTHER FILINGS | REGISTRATION/ QUALIFICATION |
|----------------------------------|--------------------------------|
| Annual Report | |
| Fictitious Name Name Reservation | Foreign |
| | Limited Partnership |
| | Reinstatement |
| | Trademark |

CR213011(10/92)

Other

NANCY HENDRICKS JUN 2 0 1995

Examiner's Initials



CERTIFICATE OF INCORPORATION

<u>OF</u>

ITALY-DADE IMPORTS, INC.

ARTICLE I

NAME AND ADDRESS

The name and principal address of this corporation shall be:

ITALY-DADE IMPORTS, INC. 750 EUCLID AVE MIAMI BEACH, FL. 33139

ARTICLE II

NATURE OF BUSINESS

This Corporation may engage in any activity or business permitted under the laws of the United States of America and the laws of the State of Florida.

ARTICLE III

TERM OF EXISTENCE

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE IV

MINIMUM CAPITAL

The amount of capital with which the corporation shall begin business shall not be less than five hundred dollars (\$ 500.00), or such greater amount as may be required by law.

ARTICLE V

NUMBER OF DIRECTORS

This Corporation shall initially have two directors but the number of directors may increase or decrease from time to time, provided that the Corporation shall at all times have a minimum of one director.

ARTICLE VI

ORIGINAL DIRECTORS

The name and address of the original directors of the corporation shall be:

GIUSEPPE CALDERONE 750 EUCLID AVE MIAMI BEACH, FL. 33139

SALVATORE MARINO 750 EUCLID AVE MIAMI BEACH, FL. 33139

ARTICLE VII

CAPITAL STOCK

This Corporation is authorized to issued five hundred shares of common stock (500), with a PAR VALUE of one dollar (\$ 1.00)

ARTICLE VIII

<u>AMENDMENT</u>

This certificate of incorporation may be amended in any manner consistent with the law of the State of Florida.

ARTICLE IX

REGISTER AGENT

The registered agent and the registered office of this corporation shall be:

GIUSEPPE CALDERONE 750 EUCLID AVE MIAMI BEACH, FL. 33139

ARTICLE X

ACKNOWLEDGEMENT OF REGISTER AGENT

Having been named to accept services of process for the above stated Corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Sign this 16th day of June, 1995.

Register Agent

IN WITNESS WHEREOF, We, being all of the original subscribers and incorporators of this corporation for the purpose of forming a corporation, do make and file this Articles of Incorporation with the Secretary of State of the State of Florida, and accordingly, set our hands and seals, this

16th day of June, 1995.

GIUSEPPE CALDERONE

SALVATORE MARINO