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05 10 2007

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

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

1. The Medusa Touch, Inc  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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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

Examiner's Initials: \_\_\_\_\_

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ARTICLES OF INCORPORATION

OF

THE MIDAS TOUCH, INC.

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ARTICLES OF INCORPORATION  
OF  
THE MIDAS TOUCH, INC.

ARTICLE I

NAME

The name of the corporation is:

The Midas Touch, Inc.

ARTICLE II

NATURE OF CORPORATE BUSINESS

-----To develop, assemble, fabricate, import, lease, purchase, or---  
otherwise acquire, invest in, hold, use, license the use of, -----  
install, operate, maintain, service or repair, sell, exchange,-----  
export, distribute, lease, assign, and otherwise dispose of, and---  
generally to trade and deal in and with, as principal or agent, at-  
wholesale, retail, on commission, or otherwise, electronic systems,  
electro-plating, anodizing and other metal treatment equipment and-  
components, provide electroplating services, and other metal-----  
treatment services and service and install automotive accessories,-  
electro-mechanical apparatus and equipment of every kind and-----  
description, burglar alarms, warning systems and similar devices,--  
and any and all products, machinery, equipment, vehicles and-----  
supplies used or useful in connection therewith.-----

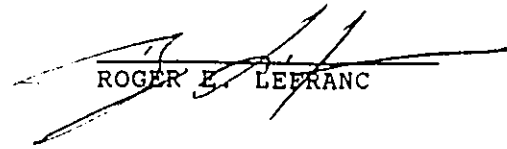
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FBI - MEMPHIS

----To borrow money and contract debts; to make, issue and dispose-  
of bonds, debentures, notes and other obligations, secured or-----  
unsecured; and to make any lawful contract of guaranty, suretyship,  
or of any kind whatsoever in connection with, or in aid of any-----  
corporation or other organizations any of whose this Corporation---  
owns or in which this Corporation has an interest in; to secure----  
contracts, obligations, and liabilities or any thereof, in whole or  
in part, by mortgage, deed of trust, creation of security interest-  
in, pledge, or other lien, upon any or all of the property of this-  
Corporation wheresoever situated, acquired, or to be acquired.-----

----The foregoing clauses shall be construed as and shall be-----  
powers as well as purposes, and all matters expressed in each-----  
clause shall, unless otherwise herein expressly provided, be in no-  
wise limited by reference to or inference from the terms of any----  
other clause but shall be regarded as independent powers and-----  
purposes; and the enumeration of specific powers and purposes shall  
not be construed to limit or restrict in any manner the meaning of-  
general terms of the general powers of this Corporation, nor shall-  
the expression of one thing be deemed to exclude another not-----  
expressed, although it be of like nature. This Corporation shall--  
be authorized to exercise and enjoy all other powers, rights and---  
privileges granted by the Business Corporation Act of this State to  
corporations organized thereunder, and amendatory of or-----

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

---Having been named Initial Registered Agent to accept service---  
of process for the above stated corporation at the Initial-----  
Registered Office designated in these Articles of Incorporation, I-  
hereby accept the appointment as Registered Agent and agree to act-  
in such capacity. I further agree to comply with the provisions of  
all statutes relating to the proper and complete performance of my-  
duties, and I am familiar with and accept the obligations of my---  
position as Registered Agent.-----

  
ROGER E. LEFRANC

ARTICLE VI

INITIAL BOARD OF DIRECTORS

---The number of directors constituting the initial board of-----  
directors shall be two (2).-----

---The names and postal addresses of the initial directors of the-  
initial board of directors are:-----

---Name: Gilberto R. Borges-----

---Address: 3294 S.W. 4th Street-----  
-----Miami, Florida 33135-----

---Name: Roger E. LeFranc-----

---Address: 3294 S.W. 4th Street-----  
-----Miami, Florida 33135-----

supplemental to that statute, and the enumeration of certain powers as herein specified is not intended as exclusive of or as a waiver of any of the powers, rights or privileges granted or conferred by that statute now or hereafter in force; provided however that----- nothing herein contained shall be deemed to authorize or permit---- this Corporation to carry on any business, to exercise any power, -- or to do any act which a corporation formed under that statute may not at the time lawfully carry or do.-----

ARTICLE III

CAPITAL STOCK

----The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:-----  
----750,000 shares, one common class, one cent (\$0.01) par value.--

ARTICLE IV

CORPORATE EXISTENCE

----This corporation is to exist perpetually.-----

ARTICLE V

INITIAL REGISTERED AGENT AND REGISTERED OFFICE

----The corporation's initial Registered Agent and Registered-----  
Office in the State of Florida are:-----

----Initial Registered Agent:           Roger E. LeFranc-----  
----Initial Registered Office:         3294 S.W. 4th Street-----  
  Miami, Florida 33135-----

ARTICLE VII

INCORPORATORS

----The name and addresses of the incorporators executing these----  
Articles of Incorporation are:-----

----Name: Gilberto R. Borges-----

----Address: 3294 S.W. 4th Street-----  
-----Miami, Florida 33135-----

----Name: Roger E. LeFranc-----

----Address: 3294 S.W. 4th Street-----  
-----Miami, Florida 33135-----

ARTICLE VIII

PREEMPTIVE RIGHTS

----The shareholders of the common stock of this corporation shall-  
be vested with preemptive rights to purchase, at prices, terms and-  
conditions that shall be fixed by the Board of Directors, those----  
shares of the common stock of this corporation which may be issued-  
from time to time for money, property or past services. The-----  
preemptive right of any shareholder is determined by the ratio of--  
authorized and issued shares of common stock held by the holder and  
all shares of common stock currently authorized and issued.-----

ARTICLE IX

ALIENATION OF SHARES

----Any shareholder desiring to sell, pledge, give or otherwise----  
dispose of his or her shares, must first offer, in writing, the----  
shares to be alienated, to the other shareholders of the-----



corporation in proportion to their existing holdings. Such offer--  
shall be at the same price and on the same terms as may be-----  
available to parties other than other shareholders of the-----  
Corporation. Said shareholders shall have forty-five (45) days to--  
acquire said shares. Shares that are not so acquired by any one---  
shareholder, shall be made available to the other shareholders.----  
Shares that are not then acquired by any shareholder, may be-----  
alienated at the price and terms originally contemplated.-----


ARTICLE X

INITIAL ADDRESS

----The street address in this state of the principal office of----  
the corporation is: 3294 S.W. 4th Street-----  
-----Miami, Florida 33135-----

----IN WITNESS WHEREOF, the undersigned, as incorporators and-----  
initial directors have executed the foregoing Articles of-----  
Incorporation on this 3rd day of August, A.D. 1995.-----

  
GILBERTO R. BORGES  
INCORPORATOR, INITIAL DIRECTOR

  
ROGER E. LEFRANC  
INCORPORATOR, INITIAL DIRECTOR

STATE OF FLORIDA )  
                  ) ss:  
COUNTY OF DADE )

----I HEREBY CERTIFY that on this day, before me, an officer duly--  
qualified to take acknowledgements, personally appeared-----  
Gilberto R. Borges and Roger E. LeFranc, who are known to me and---  
known to be the persons described in and who executed the foregoing  
Articles of Incorporation as incorporators and initial directors---  
and who acknowledged before me that they executed same for the-----  
purposes therein stated.-----

----WITNESS my hand and seal this 21 day of August, 1995.----

Nydia Lapon  
NOTARY PUBLIC, STATE OF FLORIDA



"OFFICIAL SEAL"  
Nydia Lapon  
My Commission Expires 4/4/98  
Commission #CC 361263

My commission expires: \_\_\_\_\_