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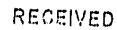
LAZARUS CORPORAT	E INDUSTRIES, INC.	
890 S.W. 87 AVEN	••••	9000015888 -01/12/9601030
MIAMI, FLORIDA (City, State, Zip LOCAL REPRESENTA		####122.50 ####12 OFFICE USE ONLY
(904)385-6715		
		4
CORPORATION NAM	IE(s) & DOCUMENTNUMB	ER(S) (if known):
1. T. SMi	TH & CO INC	
(Corporati	on Name)	(Document #)
2. (Corporation Name)		(Document #)
(Corporation	on Name)	(Dooument #)
4. (Corporati	on Name)	(Document #)
Walk in Pic	ck up time 2 1.30	
Mail out W	'ill wait Photocopy	Certified Copy Certificate of Status Certificate of Status Certificate of Status Certificate of Status
NEW FILINGS	AMENDMENTS	
Profit	Amendment	RAI
NonProfit	Resignation of R.A., Officer/D	rector
Limited Liability	Change of Registered Agent	1 49
Domestication	Dissolution/Withdrawal	
Other	Merger	the state of the s
OTHER FILINGS	REGISTRATION/	189-619-610-609-671 NAC - 1001
Annual Report	QUALIFICATION	W960-1001
Fictitious Name		· - · · · · · · · · · · · · · · · · · ·
Name Reservation	Limited Partnership	
	Reinstatement	
	Trademark	•

Other

CR2E031(10/92)

Examiner's Initials

VIE196



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 12, 1996

LAZARUS CORPORATE INDUSTRIES, INC. 890 SW 87 AVENUE #16 MIAMI, FL 33174

SUBJECT: J. SMITH & CO. INC. Ref. Number: W96000001061

We have received your document for J. SMITH & CO. INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

A post office box is not an acceptable address for the registered agent.

The designation of the registered agent must be at a Florida street address.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden Document Specialist

Letter Number: 396A00001785

ARTICLES OF INCORPORATION

SECULTARY OF STATE ON VISION OF CONFORMIOUS

96 JAN 16 PH 3: 56

OF

J. SMITH & CO. INC.

I, the undersigned, hereby execute an acknowledge these Articles of Incorporation for the purpose of forming a corporation under the law of the State of Florida

ARTICLE I

NAME OF CORPORATION

The name of the Corporation shall be: J. SMITH & CO. INC.

ARTICLE II

DURATION OF CORPORATION

The Corporation shall have a perpetual existence which shall begin on the date of the filing of these Articles of Incorporation with the Department of State

ARTICLE III

PURPOSE

The general purpose for which the Corporation is organized includes the transaction of all lawful business for which corporations may be incorporated under this Chapter.

ARTICLE IV

AUTHORIZED CAPITAL

The Corporation shall be authorized to issue 100 shares of common stock of \$1.00 par value, for a total authorized capital of \$100.00.

ARTICLE V

PREEMPTIVE RIGHTS

The shareholders of the Corporation shall have a preemptive right because of their share-holding to have first offered to them any part of the presently authorized 100 shares of Common Stock of \$1.00 JOHNELL SMITH 100%

shares of Corporation hereafter issued, optione, or sold. The main purpose of this preemptive right is to provide an opportunity to the original share-holders to avoid dilution of their interests.

ARTICLE VI

REGISTERED OFFICE AND REGISTERED AGENT

A) The address of the initial registered office of the Corporation shall be:

17300 N.W. 68th Ave. . Miami, Florida 33015

B) the name of the initial registered agent at the above address shall be:

JOHNELL SMITH

ARTICLE VII

BOARD OF DIRECTORS

The initial Board of Directors, which Board shall serve until the first meeting of the said Board, shall consist of member, as follows:

JOHNELL SMITH - PRESIDENT/ V PRESIDENT / SECRETARY

ARTICLE VIII INCORPORATOR

The name and address of the incorporator is:

JOHNELL SMITH - 17300 N.W. 68th AVE MIAMI FL, 33015

FOR THE SERVICE OF PROCESS WITHIN THIS STATE AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuan' 1. Section 48,091, Florida Statutes, the following is submitted: That J.SMCTH & CO. INC. desiring to organize under laws of the State of Florida, with its principal office at 17300 N.W. 68th Ave. Miami, Florida 33015 State of Florida, has maned JOHNELL SMITH County of Pade, State of Florida, as its agent to accep service of process within this State.

ACKNOWLEDGEMENT

Having been designated to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby accept this designation and agree to act in this capacity, and agree to comply with the provisions of the Florida laws reliably to keeping open said office.

INCORPORATOR/REGISTERED AGENT

JOHNELL SMITH

SECRETARY OF STATE BY SECRETARY OF THE STATE OF SECRETARY OF THE SECRETARY