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LAZARUS CORPORATE INDUSTRIES.

| (Hequestor's Name | 1) | | |
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| 890 S.W. 87 AVENU | E, SULTE: 16 | | |
| (Address) | | | |
| MIAMI, FLORIDA 3 (City, Binte, Zip) | 3174 (305)552-5973 (Phone #) | OFFICE USE ONLY | |
| LOCAL REPRESENTAT | | | |
| (904)385-6715 | | | |
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| | | *** | *122.50 ****152.50 |
| CORPORATION NAM | E(s) & DOCUMENT NUMB | BER(S) (if known): | |
| 1. CISNERO | OS-HOFFMAN | VINC. | |
| 2. | (1 (4III)) 0) | (Document #) | |
| (Corporation Name) | | (Document #) | |
| 3. | | | |
| (Corporation | n Nome) | (Document #) | |
| (Corporatio | n Name) | (Document #) | · |
| Walk in Pic | k up time <u> </u> | Certified Copy | |
| Mail out Wi | Il wait Photocopy | Certificate of Status | RECEIVED 96 JAN 18 AN 11: 27 96 JAN 6F CORPORATION |
| NEW FILINGS | AMENDMENTS | | ECEIVED JAN 18 ANTI: |
| Profit | Amendment | | AH V |
| NonProfit | Resignation of R.A., Officer/I | Director | |
| Limited Liability | Change of Registered Agent | | 27 100 |
| Domestication | Dissolution/Withdrawal | | 7 . |
| Other | Merger | | |
| | | | |
| OTHER FILINGS | REGISTRATION/ QUALIFICATION | | |
| Annual Report | Foreign | | |
| Fictitious Name | | | |
| Name Reservation | Limited Partnership | | |
| | Reinstatement | | |
| | Trademark | | |

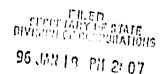
Other

CR2E031(10/92)

Examiner's Initials

1/18/96

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ARTICLES OF INCORPORATION OF

CISNEROS-HOFFMAN, INC.

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

ARTICLE I - NAME

The name of this corporation is:

CISNEROS-HOFFMAN, INC.

ARTICLE II - ADDRESS

The address of the principal office is: 1099 N.W. 9 Court, #4, Miami, FL 33136

ARTICLE III - DURATION

This corporation shall have perpetual existence. The corporate existence commences on the date of the filing of the articles of incorporation.

ARTICLE IV - PURPOSE

- a. To purchase, seil, 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 located, both tangible and intangible and including choses in action, either as owner, broker, agent or factor.
- b. In the purchase or acquisition of property, business rights or franchise, or for additional working capital, or for any other objective in or about its business affairs, 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 issue and sale or other disposition of bonds, evidences of indebtedness, whether secured by mortgage, pledge, deed of trust or otherwise. The corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.

e. To engage in any or all lawful activity and to institute, participate in and promote commercial, mercantile, financial and industrial enterprises and operations, and for the purpose of transacting any or all lawful business.

ARTICLE V - POWER

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

ARTICLE VI - CAPITAL STOCK

This corporation is authorized to issue five hundred (500) shares of \$1.00 common stock, which shall be designed "Common Shares".

ARTICLE VII - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for eash 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 actional shares) at the price at which it is offered to others.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The street and address of the initial registered office of this corporation is 1099 N.W. 9 Court #4, Miami, FL 33186 and the name of the initial registered agent of this corporation at that address is Nora C. Cisneros.

ARTICLE IX - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the by-laws. The names and addresses of the initial directors of this corporation until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

NAME

Nora C. Cisneros

ADDRESS

1099 N.W. 9th Court #4

Miami, FL 33136

ARTICLE X - INCORPORATORS

The name and address of the person signing these articles is:

NAME

Nora C. Cisneros

ADDRESS

1099 N.W. 9th Court #4

Miami, FL 33136

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 16th day of January 1996.

Mora C. Cisneros NORA C. CISNEROS Having been named to accept service of process for CISNEROS-HOFFMAN, INC., at the place designated in the foregoing articles of incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATE: January 16, 1996

SIGNATURE:

Resident Agent
NORA C. CISNEROS

Section 13 PH 2: 07