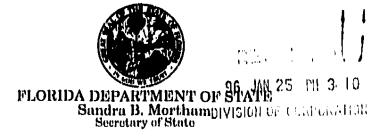


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* TLAZARUS COR R	PORATE INDUSTRIES, INC. equestor's Name			
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MIAMI, FLOR	IDA 33174 (305)552-5973	800001596628 -01/24/9601043010 		
City/State	•	Office Use Only		
	SENTATIVE TALLAHASSEE	¬		
CORPORATION	i NAME(S) & DOCUMENT NU	MBER(S), (if known):		
2.	poration Name)	Document of Servicion C.D.		
3. Importing	poration Names Services	Downer Dupplies C.A., CO.		
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Profit	Amendment	Amendment		
NonProfit	Resignation of R.A., Officer/ Di	Resignation of R.A., Officer/ Director		
Limited Liability	Change of Registered Agent	Change of Registered Agent		
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	Trademark			
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January 24, 1996

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

SUBJECT: SUPLIDORES DE PRODUCTOS DE LABORATORIOS, IMPORTACION, EXPORTACION Y SERVICIOS C.A.

Ref. Number: W96000001841

We have received your document for SUPLIDORES DE PRODUCTOS DE LABORATORIOS, IMPORTACION, EXPORTACION Y SERVICIOS C.A. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please provide an English translation for the entity's name in your cover letter.

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.

Letter Number: 596A00003153

Claretha Golden Document Specialist

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

PILED SECULTARY OF STATE DIVISION OF CORPORATIONS

PH 3:51

ARTICLES OF INCORPORATION

SUPLIDORES DE PRODUCTOS DE LABORATORIOS, IMPORTACION, EXPORTACION Y SERVICIOS C.A., 260

The undersigned, acting as incorporator of a corporation to be formed under the provisions of the laws of the State of Florida, hereby adopts the following Articles of Incorporation for such corporation, to be filed with the Secretary of State of the State of Florida:

ARTICLE 1

The name of the corporation shall be Suplidores de Productos de Laboratorios, Importacion, Exportacion y Servicios C.A., The principal place of business of this corporation shall be:

9120 S.W. 137th Avenue Apt. 1210 Miami, Florida 33186

ARTICLE II

The Corporation shall have perpetual existence commencing at the filing of the Articles of Incorporation with the Department of State.

ARTICLE III

The general nature of the business to be carried out by the Corporation is as follows:

- 1. To engage in any activity or business permitted under the laws of the United States of America.
- 2. To do any and all things necessary, suitable, useful, proper or admissible for the accomplishment of any of the purposes, or for the attainment of any of the objects, or for the exercise of any of the powers herein set forth, whether specified or not, either alone or in connection with other firms, corporations or individuals, either in this State or throughout the United States and elsewhere, and to do any other act or acts, thing or things, incidental or pertinent to or connected with the business herein before described, or any part or parts thereof, if not inconsistent with the laws of the United States, this state or any other state; and
- 3. To carry on any and all lawful purposes not specifically prohibited or limited by Chapter 607, Florida Statutes.

ARTICLE IV

The aggregate number of shares of capital stock that the Corporation shall have the authority to issue is One Hundred (100), with a par value of Ten Dollars (\$10.00) per share. The shares of the corporation are not to be divided into classes, nor is the corporation authorized to issue shares in series.

ARTICLE Y

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the holders of record of the common shares shall all receive a ratable distribution of the assets of the corporation.

ARTICLE VI

The name and street address of the initial registered agent of the Corporation is:

Aunario Marin 9120 S.W. 137th ave., Apt. 1210 Miami, Florida 33186

ARTICLE VII

The names and the post office addresses of the first Directors of the first Board of Directors, who, subject to the provisions of these Articles of Incorporation and the corporation laws of the State of Florida, shall hold office for the first year of the existence of the Corporation or until their successor(s) are elected and qualified are:

Aunario Marin 9120 S. W. 137 Ave., Apt.1210 Miami, FL 33186

Antonio Volpicelli 9120 S. W. 137 Ave., Apt. 1210 Miami, FL 33186

A Board of Directors consisting of not less than (2) nor more than Seven (7) members shall be elected at the first annual meeting of stockholders and at each annual meeting thereafter. Unless otherwise prescribed by law, the entire voting power to elect Directors and for all other purposes shall be vested exclusively in the holders of the outstanding shares of common stock with voting rights of the corporation.

ARTICLES VIII

The Corporation shall have all the powers enumerated for a corporation under the laws of the State of Florida.

ARTICLES IX

The Corporation shall indemnify and hold harmless any and all of its Directors and Officers to the full extent permitted by law.

ARTICLEX

The name and address of the incorporator is as follows:

Incorporation this 13th day of October, 1995.

Aunario Marin 9120 S.W. 137 Ave., Apt. 1210 Miami, Florida 33186

ARTICLE XI

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 subscriber by executed these Articles of

	Hul	
		Aynario Marin
STATE OF FLORIDA)	/
COUNTY OF DADE)) S.S.	
BEFORE ME, the appeared to me known to b	undersigned a e the person d	authority, Aunario Marin personally lescribed in or has produced PERSONALLY Know

as identification, who did take an oath and who subscribed to the above Articles of Incorporation. and who did freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned.

SWORN TO and SUBSCRIBED before me, in the County and State last aforesaid on this 13th day of October, 1995.

NOTARY PUBLIC, State of Florida

at Large.

My Commission Expires:



"OFFICIAL SEAL" Nelson Triana My Commission Expires 10/21/97 Commission #CC 325219

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

Having been named registered agent to accept service of process for Suplidores de Productos de Laboratorios, Importacion, Exportacion y Servicios C.A., at the place designated in the Articles of Incorporation hereinabove set fort, I hereby agree to not in this capacity; and further agree to comply with the provisions of all statutes relative to the proper and complete performance of the duties of a registered agent.

Avnario Marin