

P960000 30659

JAMES A. YANCEY, P. A.
Attorney at Law

CIVIL TRIAL LITIGATION
MARITAL AND FAMILY LAW
GENERAL CORPORATE

1701 SOUTH FLORIDA AVENUE
LAKELAND, FLORIDA 33803
POST OFFICE BOX 1020
LAKELAND, FLORIDA 33802

TELEPHONE (941) 688-6501
FAX (941) 683-6917

April 1, 1996

VIA FEDERAL EXPRESS
Secretary of State
George Firestone Building
409 E. Gaines Street
Tallahassee, Florida 32399

000001767040
-04702/96--01116--004
****122.50 ****122.50

ATTENTION: New Filing Department

Re: Articles of Incorporation of James A. Yancey, P.A.

Dear Sir or Madam:

In regard to the above-referenced matter, enclosed please find the original and one copy of the Articles of Incorporation of James A. Yancey, P.A. Also enclosed is a check in the amount of \$122.50 for the filing fee. I would appreciate your docketing and returning the enclosed copy of the Articles of Incorporation in the enclosed Federal Express envelope.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

James A. Yancey
James A. Yancey

JAY/lsg
Enclosures

DMC
4/9/96

FILED
96 APR -2 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

FILED

OF

96 APR -2 AM 9:15

JAMES A. YANCEY, P.A.

SEC. OF STATE
TALLAHASSEE, FLORIDA

The undersigned, who is duly licensed to practice law in the State of Florida, desiring to form a professional corporation in accordance with the Florida Business Corporation Act and the Florida Professional Service Corporation and Limited Liability Company Act, adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the professional corporation is JAMES A. YANCEY, P.A. with its principal address at 1701 S. Florida Avenue, Lakeland, Polk County, Florida 33803.

ARTICLE II - PURPOSE

The purpose for which the corporation is organized is to practice the profession of law.

ARTICLE III - ELECTION UNDER PROFESSIONAL CORPORATION ACT

The corporation elects to be governed by the provisions of the Florida Professional Service Corporation and Limited Liability Company Act.

ARTICLE IV - DURATION

The term of existence of the corporation is perpetual.

ARTICLE V - CAPITAL STOCK

The number of shares the corporation is authorized to issue is 100, all of which shall be common shares with par value of \$1.00.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1701 S. Florida Avenue, Lakeland, Polk County, Florida 33803, and the name of the initial registered agent of this corporation at that address is James A. Yancey.

ARTICLE VII - PRINCIPAL OFFICE

The mailing address of the initial principal office of the corporation is Post Office Box 1028, Lakeland, Polk County, Florida 33802.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles are:

NAME

James A. Yancey

ADDRESS

1701 S. Florida Avenue
Lakeland, Florida 33803

ARTICLE IX - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member. The name and address of the initial director of this corporation are:


NAME

James A. Yancey

ADDRESS

1701 S. Florida Avenue
Lakeland, Florida 33803

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 1st day of April, 1996.



JAMES A. YANCEY

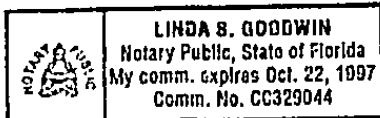
STATE OF FLORIDA
COUNTY OF POLK

BEFORE ME, personally appeared JAMES A. YANCEY, who is personally known to me, and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid this 1st day of April, 1996.



NOTARY PUBLIC



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED

96 APR -2 AM 9:15

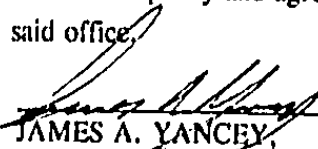
SECRET STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That JAMES A. YANCEY, P.A. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of Lakeland, County of Polk, State of Florida, has named James A. Yancey, at 1701 S. Florida Avenue, Lakeland, Polk County, Florida 33803, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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



JAMES A. YANCEY,
Registered Agent

P96000031659

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

900001777079
-04/11/96--01080--017
*****78.75 *****78.75

Office Use Only

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

- 1. CRECER, INC.
(Corporation Name) (Document #)
- 2. Translation's Growth, Inc.
(Corporation Name) (Document #)
- 3. _____
(Corporation Name) (Document #)
- 4. _____
(Corporation Name) (Document #)

- Walk in Pick up time 2:00 Certified Copy
- Mail out Will wait Photocopy Certificate of Status

| 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 |

TALLAHASSEE, FLORIDA DIVISION OF CORPORATION
16 APR 11 PM 12:16 APR 11 AM 11:14
FILED RECEIVED

SN APR 11 1996

Examiner's Initials

**CERTIFICATE OF INCORPORATION
OF
CRECER, INC**

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida. Providing for the formation, rights, privileges, immunities and liabilities of incorporation for profit.

ARTICLE I

The name of the corporation should be:

CRECER, INC

ARTICLE II

The corporation will engage in any activity or business permitted under the laws of the State of Florida and the United States of America.

ARTICLE III

The maximum number of shares which the corporation is authorize to issue and have outstanding at any one time is 100 shares of common stock, which shares shall be of non par value. All stock is to be issued as fully paid and exempt from assessment.

ARTICLE IV

The pledge, sale, transfer or other disposition of the capital stock may be governed and restricted by the by-laws or written agreement among the stockholders which shall be on file in the office of the corporation.

ARTICLE V

The amount of capital with which its corporation may begin doing business shall be not less than five hundred dollars (\$500.00)

ARTICLE VI

The existence of the corporation is perpetual.

FILED
25 APR 11 PM 12:11
TALLAHASSEE, FLORIDA

ARTICLE VII

The initial post office address of the principal office of the corporation in the State of Florida is: **12324 N.W. 98TH AVE MIAMI, FL 33016**. The board of directors may from time to time move the principal office to any other address in the State of Florida. The registered address of the corporation is: **12324 N.W. 98TH AVE MIAMI, FL 33016** The registered agent at the address is

LUIS H ESCOBAR

ARTICLE VIII

The business of the corporation shall be managed by a board of directors consisting of no less than one nor more than five directors. A quorum for the holding of a meeting of the board of directors and for the transactions of any business which will be properly done by the directors on behalf of the corporation shall consist of majority of members thereof; but the directors, by unanimous consent in writing, included among the minutes of the corporation, may consent to the doing of any act and such consent in writing shall have the same force and effect as though the said act had been done and authorized at a meeting at which a quorum had been present, or such duties may be delegated to an executive committee.

ARTICLE IX

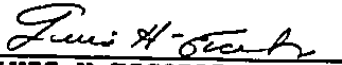
The names and post office of the members of the first board of directors and the slate of corporate officers are as follows:

LUIS H ESCOBAR
PRESIDENT/SECRETARY

12324 N.W. 98TH AVE MIAMI, FL 33016

ARTICLE X

THE STOCK OF THE CORPORATION MAY BE ISSUED PURSUANT TO THE PROVISIONS OF SECTION 1244 OF THE INTERNAL REVENUE SERVICE THE BENEFITS PROVIDED THEREUNDER.
IN WITNESS WHEREOF, WE THE INCORPORATORS HEREUNTO SET OUR HANDS AND SEALS, THIS 9TH DAY OF APRIL OF 1996

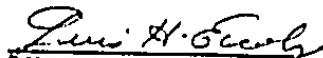

LUIS H ESCOBAR
12324 N.W. 98TH AVE
MIAMI, FL 33016

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

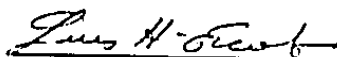
pursuant to the provisions of the section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida.

The name of the corporation is **CRECER, INC** desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at city of Miami, State of Florida has named:

LUIS H ESCOBAR located at **12324 N.W. 98TH AVE MIAMI, FL 33016** agent to accept process in State of Florida County of Dade.


LUIS H ESCOBAR
SECRETARY

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statues 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.


LUIS H ESCOBAR
REGISTERED AGENT

FILED
MAR 11 PM 12:11
TALLAHASSEE, FLORIDA