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Examiner's initials -

MAY 1 7 1996



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

May 7, 1996

LAZARUS CORPORATE INDUSTRIES, INC. 890 SW 87 AVE., STE. 16 MIAMI, FL 33311

SUBJECT: GYROSCOPE, INC. Ref. Number: W96000009726

We have received your document for GYROSCOPE, 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):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriated places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call

(904) 488-9000.

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

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Sandy Ng Document Specialist

Letter Number: 896A00022242



Secretary of State

May 9, 1996

LAZARUS CORPORATE INDUSTRIES, INC. 890 SW 87 AVE., STE. 16 MIAMI, FL 33311

SUBJECT: MAREX, INC. Ref. Number: W96000009726

We have received your document for MAREX, 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):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

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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) 487-6052.

Sandy Ng Document Specialist

Letter Number: 896A00022242

95 MAY 17 AH 10: 24 DIVISION OF CORPORATION

CEIV

ARTICLES OF INCORPORATION

OF

REPLAS CORP.

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The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation

ARTICLE I NAME

The name of the corporation shall be :

REPLAS CORP.

The principal place of business and mailing address of this corporation shall be:

251 CRANDON BLVD. STE. 341 KEY BISCAYNE, FL. 33149

ARTICLE II NATURE OF THE BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

1,000 shares of Common Stock, each having \$1.00 par value

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

NAME POSITION ADDRESS

FABIAN IZQUIERDO Pres/Director 1403 ASHBURY LN WEST ROSELLE, IL. 60172

TORIBIO ARCE-PUYO Sec/Director 251 CRANDON BLVD. STE 341 KEY BISCAYNE, FL. 33149

ARTICLES VI ; LNCORPORATOR (S)

The name(s) and stree articles of incorpora	et address(es) of the	e incorporator(s) to these
FABIAN IZQUIERDO	Pres/Director	1403 ASHBURY LN. W. ROSELLE, IL. 60172
TORIBIO ARCE-PUYO	Sec/Director	251 CRANDON BLVD. STE.341 KEY BISCAYNE, FL. 33149
IN WITNESS WHEREOF, these Articles of Inc 1996	he undersigned inco orporation this <u>a</u>	rporator(s) has have executed day of may
s 	ignature (a) of Inco	rporator(s)
STATE OF FLORIDA COUNTY OF		
THE FOREGOING instrumed day of MAC FABIAN IZQUIERDO, Sec personally known to me	and Pres. OF	d and sworn to before me this , BY TORIBIO ARCE-PUYO and REPLAS CORP They are an oath.
	Julesit Notary Pu	t. Pelote
(SEAL)	TERESITA PELI Notary Public - State My Commission Exples Commission &CC	of Rerido

CERTIFICATE OF DESIGNATION OF

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation	on is : _ REPLAS CORP
2. The name and address of the TORIBIO ARCE-PUYO	e registered agent and office is:
251 CRANDON BLVD. STE 341	OX NOT ACCEPTABLE)
_KEY BISCAYNE, FLORIDA, 33149(C	ITY/STATE/ZIP)
	SIGNATURE (Corporate Officer)
	TITLE Pres. DATE 5/2/96
FOR THE ABOVE STATED CORPORATIC CERTIFICATE, I HEREBY ACCEPT TH AGREE TO ACT IN THIS CAPACITY. PROVISIONS OF ALL STATUTES RELA	D AGENT AND TO ACCEPT SERVICE OF PROCESS ON, AT THE PLACE DESIGNATED IN THIS HE APPOINTMENT AS REGISTERED AGENT AND I FURTHER AGREE TO COMPLY WITH THE ATING TO THE PROPER AND COMPLETE I ACCEPT THE DUTIES AND OBLIGATIONS OF MY
	SIGNATURE MAINING IN TO (Registered Agent)
	DATE 5/2/96 FE 5
	ASSEELFLI