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August 20, 1996

LAZARUS CORPORATE INDUSTRIES, INC. 890 SW 87 AVE., STE .16 MIAMI, FL 33174

SUBJECT: US CAPITAL TECHNOLOGY INC. Ref. Number: W96000017459

We have received your document for US CAPITAL TECHNOLOGY 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 registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

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 filling of your document, please call (904) 487-6052.

Sandy Ng Document Specialist

Letter Number: 396A00039592

95 AUG 21 AM II: 31 DIVISION OF CORPORATION

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ARTICLES OF INCORPORATION

OF



The undersigned acting as incorporator(s) of a corporation pursuant to chapter 617, Florida Statutues, adopt(s) the following articles of incorporation:

ARTICLE I

The name of the corporation shall be . US CAPITAL TECHNOLOGY INC.

ARTICLE II

The principal place of business and the mailing address of this corporation shall be: 7611 S.W. 105 Ave.
Miami, Fl. 33173

ARTICLE III

This corporation is organized for the purpose of transacting any or all lawful business as import and export.

ARTICLE IV

This corporation is authorized to issue 100 shares of one dollar (\$1.00) par value common stock which shall be designated as "common shares"

ARTICLE V

Every sharehold, upon the sale per cash of any new stock of this corporation, shall have the rigth to purchase his pro-rata share thereof (as nearly as may be done without issurance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

The street address of the initial registered office of this corporation is 1159 N.E. 160th Street N. Miami Beach, Fl. 33162, and the name of initial registered agent of this corporation at that address EDISIO SAMPAIO

ARTICLE VII'

This corporation shall have one director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time by the laws, however, there shall never be less than one director nor more than five The name and address of the inidial Board of Directors of the corporation is : EDUARDO CARLOS MOTA LIMA 7611 sw 105 Ave MIAMI.PL 33173
TITLE: PRESIDENT?/TREASURER / SECRETARY

ARTICLE VIII

The name and address of the incorporator signing these articles is: EDUARDO CARLOS MOTA LIMA, 76/1 SW105 Ave 33173
MIAMI,Fla.

ARTICLES IX

The corporation shall indemnify any officer or director or any former officer or director , to the full extent permitted by low.

ARTICLES X

This corporation reserves the right to tame id to trepe altany provision contained in these articles of corporation, or any amendment hereto, by a majority vote of the board of directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on the 20 day of August 1996.

By EDUARDO CARLOS MOTA LIMA Incorporator

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE.

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designation the registered office/registered agent, in the state of Florida.

1- The name of the corporation is:

US CAPITAL TECHNOLOGY INC.

2- The name and address of the registered agent and office is:

EDISTO SAMPAIO 1159 NE 160th Street NORTH MIAMI BEACH, Pla 33162

Title:Registered Agent

Date: 8/20/96

Having been named as registerd 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 statutes relating to the propper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature_

Date:

EDISTO SAMPATO

8/20/96

LORIDA