

P96000071339

LAZARUS CORPORATE INDUSTRIES, INC.

Requestor's Name

96 AUG 27 PM 1:03

890 S.W. 87 AVENUE SUITE 16

Address

TALLAHASSEE, FL 32304-44

MIAMI, FL 33174 (305) 552-5973

City/State/Zip

Phone #

08/27/96--01107--013
****122.50 ****122.50

LOCAL REPRESENTATIVE TALLAHASSEE

Office Use Only

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

1. ADVANCED POWER SYSTEMS, INC.
(Corporation Name) (Document #)
2. _____
(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

Secret
GAVE
AUTHORIZATION BY PHONE TO
CORRECT act I
DATE 8-27
DOC EXAM BE

RECEIVED
96 AUG 27 AM 11:13
DIVISION OF CORPORATIONS

17969
08/27/96

ARTICLES OF INCORPORATION
OF
ADVANCED POWER SYSTEMS, INC.

FILED
96 AUG 27 PM 4:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

ADVANCED POWER. SYSTEMS, INC.

ARTICLE II - ADDRESS

The address of the principal office is:

7241 N.W. 54 Street, Miami, FL 33166

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, sell, 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.

c. 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 one million (1,000,000) shares of \$0.01 common stock, which shall be designed "Common Shares".

ARTICLE VII - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash 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 additional 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 7241 N.W. 54 Street, Miami, FL 33166 and the name of the initial registered agent of this corporation at that address is Miguel Couto.

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	ADDRESS
Miguel Couto	1205 Mariposa Avenue #212 Coral Gables, FL 33146

ARTICLE X - INCORPORATORS

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

NAME	ADDRESS
Miguel Couto	1205 Mariposa Avenue Coral Gables, FL 33146

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 25th day of August 1996.



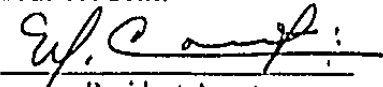
Miguel Couto

FILED

Having been named to accept service of process for ADVANCED POWER
SYSTEMS, INC. at the place designated in the foregoing articles of incorporation, OF STATE
TALLAHASSEE, FLORIDA
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: August 25, 1996

SIGNATURE:


Resident Agent
MIGUEL COUTO