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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 6, 1996

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

SUBJECT: QUALITY MANAGEMENT, INC. Ref. Number: W96000018706

We have received your document for QUALITY MANAGEMENT, 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.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

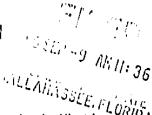
Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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

Sandy Ng Document Specialist

Letter Number: 996A00041748

ARTICLES OF INCORPORATION



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

ARTICLE I NAME

The name of the corporation shall be:

QUALITY MANAGE UNLIMITED, INC.

ARTICLE II PRINCIPAL OFFICE

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

QUALITY MANAGE UNLIMITED, INC. 236 S.W. 30th Avc. Miami, Fl. 33135

ARTICLE III Shares

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

6,000 shares

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Jorge Loredo 236 S.W. 30th Ave Miami, Fl. 33135

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

Jorge Loredo 236 S.W. 30th Ave Miami, Fl. 33135

ARTICLE VI DIRECTOR(S)

The name(s) and street address(es) of the director(s) to these Articles of Incorporation is (are):

Jorge Loredo 236 S.W. 30th Ave Miami, Ft. 33135

Signature
Signature

Articles of Incorporation Filing Fee - \$35

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 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 is: OUALITY MANAGE UNLIGHTED.	I NC.
2. The name and address of the registered agent and office is:	
Jorge Loredo	54 12
	F: 35
(NAME)	
	S
236 S.W. 30th Ave.	開。
(P.O. BOX NOT ACCEPTABLE)	72
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Miami, Florida 33135	· · · · · · · · · · · · · · · · · · ·
(CITY/STATE/ZIP)	
HAVING BEEN NAMED AS REGISTERED AGENT AND TO AC PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLA	CEPT SERVICE OF CE DESIGNATED IN
THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS R	EGISTERED AGENT
AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO	COMPLY WITH THE
PROVISIONS OF ALL STATUTES RELATING TO THE PROPE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH	AND ACCEPT THE
OBLIGATIONS OF MY POSITION AS REGIS	TERED AGENT.
SIGNATURE:	= 1
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DATE:	