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- <u>LAZARUS CORP</u> Re	DRATE INDUSTRIES, INC.	09162	28
<u>890 S.W. 87</u> MIAMI, FLORI City/State/	AVENUR SUITE: 16 Address DA 33174 (305)552-5973 Zip Phone #		
	ENTATIVE TALLAHASSEE NAME(S) & DOCUMENT NUM	Office Use Only 1BER(S), (if known):	
2(Corpo 3(Corpo 4(Corpo 4(Corpo	ration Name) (Do	cument #)	25
·	Amendment Amendment Resignation of R.A., Officer/ Direct Change of Registered Agent Dissolution/Withdrawat Merger	or	
Annual Report Fictitious Name Name Reservation	REGISTRATION/** Recist at the ship Limited Partnership Reinstatement Trademark Other	Pmc/1/96	
CR2E031(1/95)		Examiner's Initials	

ARTICLES OF INCORPORATION

<u>OF</u>

RALLMARKETING, INC.

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We, the undersigned, hereby associate for the purpose of becoming a corporation under the laws of Florida, by and under the provisions of the statutes of the State of Florida, providing for the formation, ligbilities, rights, privileges and immunities of corporations for profit.

ARTICLEI

The name of the corporation shall be:

RALI MARKETING, INC.

Its business shall be carried out in Miami, Florida and that such other points or places in the State of Florida and in the United States and foreign countries as may, from time to time be authorized by the Board of Directors. Its principal place of business shall be 10221 S.W. 87 STREET, MIAMI, FL 33173.

ARTICLE II

The general nature of the business or businesses to be transacted is as follows:

SECTION I

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Any activity or business permitted under the law of the State of Florida and of the United States of . America.

SECTION II

Marketing, Sales and Mail Orders.

SECTION IG

In the purchase or acquisition of property, business rights or franchise, or for additional working

capital or for any other object 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 issuance and sale or other disposition of bonds, warrants, debentures, obligations, negotiable and transferrable instruments and evidences of indebtedness of all kinds, whether secured by mortgage, pledge, deed of trust or otherwise.

This corporation shall have all the general powers, but no recitations, expression or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressly declared that all other lawful powers permitted to corporations for profit are hereby included.

ARTICLE III

The maximum number of shares of stocks this corporation is authorized to have outstanding at any time shall be 100 shares at \$1.00 par value.

ARTICLE IV

This corporation shall begin business with a capital of not less than: One Hundred Dollars (\$100.00)

ARTICLE V

This corporation shall exist perpetually and is filed as a Sub-Chapter S Corporation.

ARTICLE VI

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The principal place of business of this corporation shall be located in Miami, Florida and it may have such other places of business, both within and without the State of Florida and in foreign countries as may be necessary or convenient.

ARTICLE VII

The corporation shall indemnify any officer or director or any former officer of director to the

full extent permitted by law.

ARTICLE VIII

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The business of this corporation shill be conducted by a Board of Directors of not less than 1 director(s), the exact number of Directors to be fixed by the By-Laws of this corporation.

ARTICLEIX

The name and post office address of the first board of Directors of this corporation, who shall hold office until the organizational meeting of this corporation, and until their successors are elected and have qualified are:

Lilia Moll 10221 S.W. 87 Street Miami, Florida 33173

Rafael Martinez 10221 S.W. 87 Street Miami, Florida 33173

The offices to be held by the above named directors are as follows:

LILIA MOLL, President RAFAEL MARTINEZ, Vice President/Secretary

ARTICLE X

The names and post office addresses of each subscriber of these Articles of Incorporation, and

a statement of the number of shares of stock which each agrees to take is as follows:

LILIA MOLL 10221 S.W. 87 Street Miami, Florida 33173 50 Shares

RAFAEL MARTINEZ 10221 S.W. 87 Street Miami, Florida 33173 50 Shares

ARTICLE XI

The street address of the initial registered office of this corporation is 10221 S.W. 87 Street, Miami, Florida 33173.

ARTICLE XII

The provisions of this Charter, and each and every article and section hereof, and by-laws of this corporation shall be considered a part of every contract, and transaction to which this corporation shall be a party. Every person, association and/or corporation dealing with this corporation is hereby charged with notice and knowledge of this corporation.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this \underline{C} day of $\underline{\mathcal{MUV}}$.

RAFAEL MAR

STATE OF FLORIDA: SS: COUNTY OF DADE :

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Personally appeared before me, the undersigned authority, LILIA MOLL and RAFAEL MARTINEZ, to me well known to be the persons described in the foregoing Articles of Incorporation and they acknowledged before me that they executed the same and subscribed to the same for the purpose herein expressed.

The foregoing Articles of Incorporation were acknowledged before me this $\underline{4}$ day of $\underline{M}\mathcal{W}$. _____, 1996, by LILIA MOLL and RAFAEL MARTINEZ, who are personally known to me or who have produced <u>*Revenally Known*</u> as identification and who did take an oath.

PUBLIC, State of Florida

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OFFICIAL NOTARY SEAL MAGALY GOMEZ NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC284747 MY COMMISSION EXP. JUNE 4,1997

ACCEPTANCE OF RESIDENT AGENT

The undersigned registered agent of RALI MARKETING, INC., a Finida Corporation DATE hereby states that she is familiar with and accepts the duties and responsibilities as registered agent for the aforementioned corporation.

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