Requestor's Name

890 S.W. 87 AVENUE SUITE: 16 Address

MIAMI, FLORIDA 33174 (305)552-5973 City/State/Zip

LOCAL REPRESENTATIVE TALLAHASSEE

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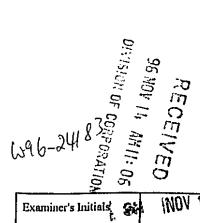
Office Use Only

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

	1. AMER	(CA) orporation	V EX	PORT-	MPO (Document	pt, con	P.	
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	NonProfit		Resignation	of R.A., Officer/	Director	1		
	Limited Liability		Change of I	Registered Agent	= =	1		
	Domestication		Dissolution	/Withdrawal				
	Other		Merger					

OTHER FILINGS
Annual Report
Fictitious Name
Name Reservation

REGISTRATION OUT OF THE PROPERTY OF THE PROPER
Foreign
Limited Partnership
Reinstatement
Trademark
Other



6 1 VOW! Examiner's Initials



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

November 14, 1996

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

SUBJECT: AMERICAN EXPORT-IMPORT, CORP.

Ref. Number: W96000024183

We have received your document for AMERICAN EXPORT-IMPORT, CORP. 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 document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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 for 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: 896A00052017

ARTICLES OF INCORPORATION

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

I.

The name of this corporation is:

AMERICAN EXPORT-IMPORT SERVICES, INC.

II.

This corporation is authorized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

III.

This corporation is authorized to issue 1000 share of 1.00 par value common stock, which shall be designated as "common shares". All of said stock shall be payable in cash, property (real of personal) or labor or services in lieu thereof at just valuation to be fixed by the Board of Directors.

IV.

Except by otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

<u>v.</u>

This corporation shall commence its existence on the 14th day of , 1996 and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLES OF INCORPORATION

<u>vi.</u>

Every shareholder, upon the sale for cash of any new stocks of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchases his pro rate share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

VII.

The street address of the initial office of this corporation is 780 N.W. 42ND AVE, STE 621, Miami, FL 33126 and the name of the initial registered agent is JOSE A. REMECZ whose address is 1072 CABLE LINE N.E., PALM BAY, FL 32905-6069

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This corporation shall have at least one director initially with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall by a majority vote, determine that the corporation be managed by the shareholders. The names and addresses of the initial directors of this corporation are:

JOSE A. REMECZ 1072 CABLE LINE N.E. PALM BAY, FL 32905-6069

IX.

The names and addresses of the persons signing these Articles of Incorporation are:

JOSE A. REMECZ 1072 CABLE LINE N.E. PALM BAY, FL 32905-6069

ARTICLES OF INCORPORATION

<u>x.</u>

The corporation shall indemnify any officer or director or any former officer of director, to the fullest extent permitted by law either now existing or hereafter enacted.

XI.

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors of officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have bee known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such corporation or who it is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of his corporation which shall authorize any such contract of transaction with like force and effect as if he were not such director of officer of such other corporation, or not so interested.

The private of the stockholders shall not be subject to the payment or the corporate debts to any extent whatever. The corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the corporation.

IN WITNESS WHEREOF, the undersigned subscribers have execute these Articles of Incorporation this /2/day of NOVEMBER, 1996 Having been named as registered agent and to accept the service.

SUBSCRIBER

SUBSCRIBER & REGISTERED AGENT

STATE OF FLORIDA)

SS:

COUNTY OF DADE)

BEFORE ME, A Notary Public authorized to take acknowledgements in the State of Florida, County of Dade, personally appeared, JOSE A. REMECZ

known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledge before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State of Florida and County of Dade, this $/Z_{\ell}$ day of NOVEMBER , 1996 .

LAZARO R. DIAZ
Notary Public, State of Florida
My Comm. Expires JULY 30, 1993
No. CC 377427
Soudd This Official Every December

NOTARY PUBLIC, State of Forida

My commission expires: