



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 8, 1997

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

SUBJECT: UNIVERSAL DIAGNOSTIC TESTING, INC.
Ref. Number: W97000000478

We have received your document for UNIVERSAL DIAGNOSTIC TESTING, 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 person designated as registered agent in the document and the person signing as registered agent must be the same.

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: 497A00000948

RECEIVED
97 JAN -9 PM 2:41
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF

UNIVERSAL DIAGNOSTIC TESTING, INC.

FILED

97 JAN -9 PM 3:22
TALLAHASSEE FLA

WE, the undersigned, hereby associate ourselves together for the purpose of becoming a Corporation under the Laws of the State of Florida, under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities to a Corporation, for profit, generally, and hereby make, subscribe, acknowledge and file this Certificate for the purpose of becoming a Corporation under the Laws of the State of Florida.

ARTICLE ONE

Name of the Corporation

The name of this Corporation shall be:

UNIVERSAL DIAGNOSTIC TESTING, INC

ARTICLE TWO

Nature of Business

The general nature of the business to be transacted by this corporation is:

Any activity and business permitted under the laws of the State of Florida.

ARTICLE THREE

Capital Stock

The maximum number of shares of capital stock authorized to be issued by this Corporation shall be 500 shares, each having a par value of \$1.00 per share of said shares of stock shall entitle the holder thereof to one (one) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property, or in labor or services at a fair valuation to be fixed by the incorporator, or by the Board of Directors, at a meeting called for such purpose. All stock when issued shall be fully paid for and shall be non-assessable.

ARTICLE FOUR

Initial Capital

The amount of capital with which this Corporation shall begin business shall be : FIVE HUNDRED DOLLARS (\$500.00)

ARTICLE FIVE

Term of Existence

This Corporation shall be perpetual existence.

**ARTICLE SIX
Principal Office**

The following shall be the street address and the principal office for this Corporation, but the Corporation shall have the power to move the principal office to any other address in the State of Florida, and to establish branch offices and other places of business at such other places within or without the state of Florida that may be deemed expedient:

14745 SW 61 LANE
MIAMI, FL. 33193

**ARTICLE SEVEN
Directors**

There shall be a Board of Directors for this Corporation which consist of ONE person. The number of Directors may be increased or diminished from time to time as determined by the By-Laws, but shall never be less than ONE. Each of said Directors shall be of full age and resident of any country. Any Director may be removed at any annual or special meeting of stockholder called in accordance with the By-Laws of the Corporation, by the same vote as that required to elect a Director

**ARTICLE EIGHT
Initial Board of Directors**

The names and addresses fo the first Board of Directors is as follows:

NAMES	ADDRESSES	OFFICE
TERESA PEREZ	14745 SW 61 LANE MIAMI, FL. 33193	PRESIDENT

**ARTICLE NINE
Subscribers**

The names and addresses of each subscriber to these Articles of Incorporation and the number of shares of stock each agrees to purchase are:

Names	Addresses	No. of Shares
TERESA PEREZ	14745 SW 61 LANE MIAMI, FL. 33193	500

The private property of the stockholders shall not be subject to the payment of the Corporation's debt to any extent whatsoever.

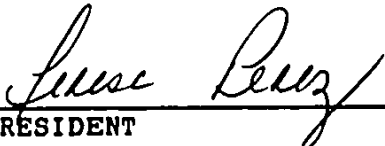
ARTICLE TEN
Conflict of Interest

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 officers of this Corporation are pecuniarily or otherwise interested in, or are Directors or 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 been known to the Board of Directors or a majority thereof, and any Director of this Corporation or who is so interested may be counted in determining the existence of a quorum at any such meeting of the Board of Directors of this Corporation, with like force and effect as if he were not such a Director or officer of such other Corporation or not so interested.

ARTICLE ELEVEN
Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the Laws of the State of Florida, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, WE, the undersigned, have executed these Articles of Incorporation for the uses and purposes stated therein this 7TH day of January, 1997.

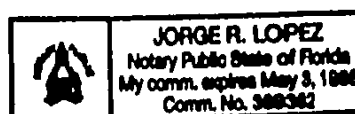


PRESIDENT

Sworn to and subscribed before me this 7th day of JANUARY 1997



NOTARY PUBLIC



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 DESIGNATING THE
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS:

UNIVERSAL DIAGNOSTIC TESTING, INC.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

TERESA PEREZ
14745 SW 61 LANE
MIAMI, FL. 33193

SIGNATURE

TITLE

DATE

1-7-97

HAVING BEEN NAMED AS REGISTERED 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 PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE
OBLIGATIONS OF MY POSITION AS REGISTERED AGENT

SIGNATURE

DATE

1-7-97

FILED
97 JAN -9 PM 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA