LAZARUS CORPORATE INDUSTRIES, INC. Requestor's Name 890 S.W. 87 AVENUE, SUITE: 16 MIAMI, FLORIDA 33174 (305)552-5973 City/State/Zip Phone # Office Use Only LOCAL REPRESENTATIVE TALLAHASSEE CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): 1. LINKS INTERNATIONAL INC. 2. (Corporation Name) (Document #) 3. (Corporation Name) (Document #) (Corporation Name) (Document #) ₩ walk in Pick up time Certified Copy Photocopy Mail out Will wait Certificate of Status AMENDMENTS Profit Amendment NonProfit Resignation of R.A., Officer/Director **Limited Liability** Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger (क्याजरमजापार)त्हा RECEIVED

97 JUN-3 AM 10: 37

JIVIS:10H OF CORPORATION KINGKANIKANIONI **Annual Report** Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark K.R. JUN - 5 1997

CR2E031(1/95)

Other

Examiner's Initials



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

June 3, 1997

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

SUBJECT: LINKS INTERNATIONAL, INC. Ref. Number: W97000012977

We have received your document for LINKS INTERNATIONAL, INC. and your check(s) totaling \$122.00. 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) 487-6932.

Kimberly Rolfe Document Specialist

Letter Number: 197A00029984

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florid 823

ARTICLES OF INCORPORATION

OF

LINKS INTERNATIONAL (1997); INC.

The undersigned subscribers to these Articles of Incorporation natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE 1

The name of the corporation is LINKS INTERNATIONAL (1997), INC.

ARTICLE 11 DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The corporate existence shall commence as of the filing of the Articles of Incorporation.

ARTICLE 111

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 1V CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 100 shares of common stock of a par value of \$1.00 per share. Holders of common stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of common stock shall not have preemptive rights to subscribe to the corporation's securities.

Abe A. Bailey, Esquire Florida Bar No. 0480398 ABE A. BAILEY, P.A. 18350 N.W. 2nd Avenue, 5th Floor Miami, Florida 33169 STOWN S PN 1:3

ARTICLE V

The name of the initial registered agent of this corporation is NEVILLE EDWARDS. The street address of the initial registered office of the corporation in the State of Florida is 900 N.W. 186th Drive, Miami, Florida 33169 and the principal place of business of the corporation is 900 N.W. 186th Drive, Miami, Florida 33169.

ARTICLE V1 INITIAL BOARD OF DIRECTORS

The corporation shall have three (3) initial directors. The number of directors may be increased or decreased from time to time in the manner provided in the bylaws of the corporation. The name and street address of the initial directors are:

MARCO BROWN 19441 N.W. 15th Street

Pembroke Pines, Fl. 33024

NEVILLE EDWARDS 900 N.W. 186th Drive

Miami, Florida 33169

SONIA EDWARDS 900 N.W. 186th Drive Miami, Florida 33169

ARTICLE V11 INCORPORATION

The name and address of the incorporator of these Articles of Incorporation is Neville Edwards, 900 N.W. 186th Drive, Miami, Florida 33169.

ARTICLE V111 BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors and the shareholder.

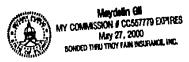
ARTICLE 1X INDEMNIFICATION

The corporation shall indemnify to the full extent permitted by law, the incorporator, any officer, director, employee, or agent of

the corporation, or any former officer director, employee, or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee, or agent of another corporation partnership, joint venture, trust or other enterprise.

ARTICLE X AMENDMENT

This corporation reserves the right to amend or repeal any prior provisions contained in these Articles of Incorporation or any amendment thereto.



NOTARY PUBLIC (Signature) State of Florida, at Large

My Commission Expires:

CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida Statutes the following is submitted:

FIRST that LINKS INTERNATIONAL (1997),, desiring to organize or qualify under the laws of the State of Florida with its principal place of business at 900 N.W. 186th Drive, Miami, Florida 33169 and has named NEVILLE EDWARDS located at 900 N.W. 186th Drive, Miami, Florida 33169 as it agent to accept service of process within Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at Place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

Dated this 30 th day of

NEVILLE EDWARDS

Registered Agent