Requisit fine 890 S.W. 87 AVENUE, SUITE: 16 Address

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MIAMI, FLORIDA 33174 (305)552-5973

City/State/Zip Phone #
LOCAL REPRESENTATIVE TALLAHASSEE

CR2E031(1/95)

Office Use Only

Examiner's Initials

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

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

June 23, 1997

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

SUBJECT: RAYMAN CORPORATION Ref. Number: W97000014578

We have received your document for RAYMAN CORPORATION and your check(s) totaling \$78.75. 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 for 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: 597A00033233

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

June 27, 1997

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

SUBJECT: MANRAY CORPORATION

Ref. Number: W97000014578

We have received your document for MANRAY CORPORATION and your check(s) totaling \$78.75. 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 (850) 487-6932.

Kimberly Rolfe Document Specialist

Letter Number: 097A00034138



ARTICLES OF INCORPORATION

. OF

MAHAKALA CORP.

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 I

The name of this corporation is: MAHAKALA CORP.

ARTICLE II

Nature of Business

The general nature of the business to be transacted by this corporation shall be as follows: To engage in and carry on any activity or business permitted under the laws of the United States and the State of Florida, and to exercise all of the powers conferred by the laws of the State of Florida upon corporations formed hereunder, and to do any and all of the things hereinbefore set forth as principal, agent or otherwise, either alone or in conjunction with others, and in any part of the world.

ARTICLE III

Capital Stock

This corporation is authorized to issue ONE THOUSAND (1000) shares of common stock at ONE (\$ 1.00) DOLLAR, par value each, which shall be designated "COMMON SHARES".

ARTICLE IV

Amount of Capital

The amount of capital with which this corporation will begin business is not less than FIVE HUNDRED (\$ 500.00) DOLLARS.

ARTICLE V

Term of existence

This corporation is to exist perpetually.

ARTICLE VI

Address

The initial post office address of the principal office of this corporation in the State of Florida is 7500 8.W. 153RD COURT #205 MIAMI, FLORIDA 33193.

The Board of Directors may from time to time move the principal office to any other address in the State of Florida and establish branches and subsidiaries in any place within and without the United States.

ARTICLE VII

Directors

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the by-laws adopted by the stockholders.

ARTICLE VIII

Initial Board of Directors

The names and post office addresses of the members of the first Board of Directors, who subject to the provisions of the Certificate of Incorporation, the by-laws and the corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified, are:

MANUEL PEREZ 7500 S.W. 153RD COURT #205 MIAMI, FLORIDA 33193

ARTICLE IX

Subscribers

The name and post office addresses of the subscribers of these Articles of Incorporation and the number of shares they agree to take are as follows:

MANUEL PEREZ
One thousand (1000) shares
7500 S.W. 153RD COURT #205
MIAMI, FLORIDA 33193

ARTICLE X

Officers

The names and street addresses of the officers of this corporation, who shall hold office until the organization meeting of the corporation and until their successors are duly elected and have qualified are as follows:

MANUEL PEREZ
PRESIDENT/SECRETARY
7500 S.W. 153RD COURT #205
MIAMI, FLORIDA 33193

ARTICLE XI

Amendment of Articles

The articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon unless all the directors and majority of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation may be made, in which event these Articles of Incorporation may be amended in such manner.

IN WITNESS WHEREOF, the undersigned being the original subscribers to the foregoing Articles of Incorporation have hereunto set their hands and Seals this 11TH of JUNE, 1997.

__ (SEAL)

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 of designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is: MAHAKALA CORP.
- 2. The name and address of the registered agent and office is:

MANUEL PEREZ 7500 S.W. 153RD COURT #205 MIAMI, FLORIDA 33193

MANUEL PEREZ

President

Date: JUNE 11TH, 1997

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE 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 THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH 9 AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT

> PEREZ MANUEL