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P97000069255

LAZARUS CORPORATE INDUSTRIES, INC.
 Requestor's Name

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

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

LOCAL REPRESENTATIVE TALLAHASSEE

FILED
 97 AUG 11 PM 12:00
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Office Use Only

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

- PRODUCTIVE COMPUTER SYSTEM, INC.
 (Corporation Name) (Document #)
- _____
 (Corporation Name) (Document #)
- _____
 (Corporation Name) (Document #) **510002261485--8**
- _____
 (Corporation Name) (Document #)

08/08/97 01051-013
 *****78.75 *****78.75

- Walk in Pick up time 2:00 Certified Copy
- Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
 97 AUG -8 AM 11:36
 DEPARTMENT OF REVENUE
 DIVISION OF CORPORATE REGISTRATION
 TALLAHASSEE, FLORIDA

W97-18375
 K.R. AUG 0 8 1997
 S.R. AUG 1 1 1997

Examiner's Initials _____



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 8, 1997

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

SUBJECT: PRODUCTIVE COMPUTER SYSTEM, INC.
Ref. Number: W97000018378

We have received your document for PRODUCTIVE COMPUTER SYSTEM, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

YOU MAY LIST ONLY ONE REGISTERED AGENT AT A TIME.

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: 497A00040455

RECEIVED
97 AUG 11 AM 11:13
DIVISION OF CORPORATIONS

FILED
97 AUG 11 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
97 AUG 11 PM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

PRODUCTIVE COMPUTER SYSTEM, INC.

ARTICLE I - NAME

The name of this corporation is PRODUCTIVE COMPUTER SYSTEM, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing at the time of filing of the Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue FIVE HUNDRED SHARES of common stock at \$ 5.00.

ARTICLE V - RIGHTS UPON LIQUIDATION OR DISSOLUTION

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the holders of record of the common shares all receive a ratable distribution of the assets of the corporation.

ARTICLE VI - PREEMPTIVE RIGHTS

Each shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT
AND PRINCIPAL OFFICE

The street address of the initial registered office of this corporation is: 782 N.W. LEJEUNE RD. STE. 428
MIAMI, FLORIDA 33126

The name of the initial registered agent of this corporation at that address is: GEORGINA ACUNA

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO directors initially. The number of directors may be increased or diminished from time to time as provided for by the By Laws. The names and addresses of the initial directors of this corporation are:

GEORGINA ACUNA 782 N.W. LEJEUNE RD. STE. 428
MIAMI, FLORIDA 33126

ALBERTO ACUNA 782 N.W. LEJEUNE RD. STE. 428
MIAMI, FL. 33126

ARTICLE IX - INCORPORATORS

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

GEORGINA ACUNA 782 N.W. LEJEUNE RD. STE. 428
MIAMI, FLORIDA 33126

ARTICLE XIV - SHAREHOLDERS QUORUM AND VOTING

Fifty percent of the shares plus one entitled to vote represented in person or by proxy shall constitute a quorum at the meeting of shareholders. If the quorum is present, the affirmative vote of fifty percent of the shares plus one represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XV - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 30 day of July, 1997.

Georgina Acuna

GEORGINA ACUNA, PRESIDENT

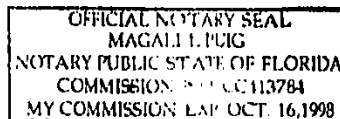
STATE OF FLORIDA)
) S.S.
COUNTY OF DADE)

BEFORE ME, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared GEORGINA ACUNA to me known to be the person described in and who executed the same for the purposes therein they expressed.

WITNESS my hand and official seal in the County and State last aforesaid on this 30 day of July, 1997.

Magali L. Puig

NOTARY PUBLIC, State of Florida at large



STATE OF FLORIDA
DEPARTMENT OF STATE


Certificate Designating Place of Business or Domicile for the
Services of Process Within This State, Naming Agent
Upon Whom Process May Be Served and Names
and Addresses of the Officers
and Directors

The following is submitted, in compliance with Chapter 48.091,
Florida Status: PRODUCTIVE COMPUTER SYSTEM, INC.,
a corporation organized or organizing under the laws of the State
of Florida with its principal office at 782 N.W. LEJEUNE RD. STE. 428
_____ in the city of cooper, county of Dade, State of Florida has
named GEORGINA & ALBERTO ACUNA, located at 782 N.W. LEJEUNE RD.
STE. 428 MIAMI, FL. 33126 County of Dade, State of
Florida as its agent to accept service of process within this
State.

<u>NAME</u>	<u>TITLE</u>	<u>SPECIFIC ADDRESS</u>
<u>GEORGINA ACUNA</u>	<u>PRESIDENT</u>	<u>782 N.W. LEJEUNE RD. 428</u> <u>MIAMI, FL. 33126</u>
<u>ALBERTO ACUNA</u>	<u>SECRETARY</u>	<u>782 N.W. LEJEUNE RD. 428</u> <u>MIAMI, FL. 33126</u>
<u>_____</u>	<u>_____</u>	<u>_____</u>
<u>_____</u>	<u>_____</u>	<u>_____</u>

DIRECTORS:


<u>NAME</u>	<u>SPECIFIC ADDRESS</u>
<u>GEORGINA ACUNA</u>	<u>782 N.W. LEJEUNE RD. STE. 428 MIAMI, FLORIDA 33126</u>
<u>ALBERTO ACUNA</u>	<u>782 N.W. LEJEUNE RD. STE. 428 MIAMI, FLORIDA 33126</u>
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BY 

GEORGINA ACUNA, PRESIDENT

ACCEPTANCE:

I agree as Registered Agent to accept Service of Process; to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept, service of process at the above Florida designated address) in some conspicuous place in office as required by Law.



GEORGINA ACUNA, PRESIDENT

FILED
97 AUG 11 PM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA