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 Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): EGRATION (Document #) CHNOLOGIES.ING (Corporation Name) (Document #) 500002318325--9 -10/13/97--01028--006 *****122.50 *****122.50 (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Certified Copy Mail out Photocopy Will wait Certificate of Status VEW TUNGS AMENDMENTS Profit Amendment **NonProfit** Resignation of R.A., Officer/ Director **Limited Liability** Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger

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 Annual Report
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Examiner's Initials



ARTICLES OF INCORPORATION

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TALLAHASSEE, TLORIDA

<u>of</u>

BROADCAST INTEGRATION TECHNOLOGIES INC.

ARTICLE I - NAME

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ARTICLE II - DURATION

This corporation shall have perpetual existence unless dissolved according to law and its existence shall commence on the date of execution and acknowledgment.

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 1000 shares of one dollar (\$1.00) par value common stock which shall be designated "common shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof, as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

ARTICLE VI -PRINCIPAL REGISTERED OFFICE AND AGENT

The street address of the principal registered office of this corporation is 4451 NW 196 St. Carol City, Fl 33055 and the name of the initial registered agent of this corporation at that address is Federico G. Foundeur

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have four directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than three (3)

The name and address of the initial directors of this corporation are:

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

Federico G. Foundeur

4451 NW 196 St.

Carol City, Fl 33055

ARTICLE IX - SHAREHOLDERS QUORUM AND VOTING

Seventy-five (75) percent of the shareholders entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of 75% of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE X - SHAREHOLDERS MEETING REQUIRED

Any action of the shareholders of this corporation must be taken at a meeting of shareholders of this corporation duly called as provided by law.

ARTICLE XII - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10 day of October 1997

Federico G. Foundeur Incorporator

STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgment in the State and County set forth above, personally appeared Federico G. Foundeur known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the State and County aforesaid, this 10 day of

<u> Octobu</u> 1997.

Notary Public State of Florida at Large

My commission Expires:



CERTIFICATE OF REGISTERED AGENT

<u>of</u>

BROADCAST INTEGRATION TECHNOLOGIES INC.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First - BROADCAST INTEGRATION TECHNOLOGIES INC. organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Carol City, County of Dade, State of Florida, has name Federico G. Foundeur of 4451 NW 196 St., Carol City, Fl 33055 as its agent to accept service of process within this State.

BROADCAST INTEGRATION TECHNOLOGIES INC.

Federico G. Foundeur

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.

Federico G. Foundeur Registered Agent