Pig 90 W 77 <u>MIAMI, FLOR</u> City/State/2	ORATE INDUSTRIES, INC. NAME AVE.UF, STITE 16 Ave.UF, STITE 16 Audress DA 33174. (305)552-5973 Zip Phone # ENTATIVE TALLAHASSEE Office Use Only	
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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

November 10, 1997

LAZARUS CORPORATE INDUSTRIES INC. 890 S.W. 87 AVENUE #16 MIAMI, FL 33174

SUBJECT: STRAIGHT LINE, CORP. Ref. Number: W97000025466

We have received your document for STRAIGHT LINE, CORP.. However, the document has not been filed and is being returned for the following:

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 a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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) 487-6973.

Claretha Golden Document Specialist

Letter Number: 797A00054196

Document Spe

ARTICLES OF INCORPORATION

STRAIGHT LINE IMPORT & EXPORT, CORP. ARTICLE I

12 PM 4:

The name of this corporation shall be: STRAIGHT LINE IMPORT & EXPORT, CORP.

With the principal place of business located at: 17295 NE 20 AVENUE N.MIAMI BEACH, FL 33162

ARTICLE II GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE III CAPITAL STOCK

This Corporation is authorized to issue 1.000 shares of Common Stock, par value \$1.00(one U.S. dollar) per share.)

ARTICLE IV PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new common stock of this Corporation, shall have the right to purchase their pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V INITIAL REGISTERED OFFICE

The street address of the registered office of this Corporation is: 17295 NE 20 AVENUE N MIAMI BEACH, FL 33162

The Name of the initial REGISTERED AGENT of this Corporation is: FRANCISCO JOAQUIM FONSECA

PREPARED BY: THE LAW OFFICES OF ALAN S.GLUECK ALAN S.GLUECK # 224278 FL 2404 HOLLYWOOD BLVD HOLLYWOOD, FL 33020

ARTICLE VI INITIAL BOARD OF DIRECTORS

This Corporation shall have 1 Director(s) initially, the number of Directors may be either increased or diminished from time to time the bylaws, but shall never be less than one (1). The initial Director(s) of this Corporation is/are:

President - FRANCISCO JOAQUIM FONSECA

ARTICLE VII INCORPORATOR

The name and address of the person signing this article is: 17295 NE 20 AVENUE N MIAMI BEACH, FL 33162

ARTICLE VIII INDEMNIFICATION

The Corporation shall indemnify any officer or Director, or any former officers or Directors to the full extent permitted by law.

ARTICLE IX MANAGEMENT OF CORPORATION SHAREHOLDERS

All Corporate powers shall be exercised by or under the authority of, and the business and affairs of this Corporation shall be managed under the Director of, shareholders of this Corporation.

> ARTICLE X BY LAWS

The power to adopt, after, amend or repeal by-laws shall be vested en the BOARD OF DIRECTORS and the SHAREHOLDER.

IN WITNESS WHEREOF, The undersigned incorporator has executed these Article of Incorporation this NOVEMBER 06 , 1997.

STATE OF FLORIDA)) COUNTY OF DADE)

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN STATE AND COUTY SET FORTH ABOVE, PERSONALLY APPEARED.

FRANCISCO JOAQUIM FONSECA

KNOWN TO ME TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED SAME.

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IN WITNESS WHEREOF, I HAVE HEREUNDER SET MY HAND AND AFFIXED MY OFFICIAL SEAL,

IN THE STATE AND COUNTY AFORESAID

	THIS	06	DAY OF	NOVEMBER	, 1997
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	ARY PUBLIC	Public Underse			
STAT	E OF FLORIDA A	ΓLARG	Е		

My commission expires:

CERTIFICATE DESIGNATING THE ADDRESS AND AN AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

THAT STRAIGHT LINE IMPORT & EXPORT, CORP. DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WHICH WILL HAVE ITS PRINCIPAL OFFICE IN THE COUNTY OF DADE, STATE OF FLORIDA HAS APPOINTED:

AS ITS AGENT ACCEPT SERVICE OF PROCESS WITHIN THE STATE.

ACKNOWLEDGMENT:

HAVING BEEN NAMED BY THE FIRST BOARD OF DIRECTORS OF:

FRANCISCO JOAQUIM FONSECA

TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT INTHE CAPACITY OF REGISTERED AGENT FOR SAID CORPORATION, AND AGREE TO COMPLY WITH THE APPLICABLE PROVISION OF THE FLORIDA STATUTES

THIS NOVEMBER 06 DAY OF Registered Agent

, 1997