

LATERUS CORPORATE INDUSTRIES, INC.

Requestor's Name

800 S.W. ... AVENUE SUITE ... 26

Address

MIAMI, FLORIDA 33174 (305) 552-5973

City/State/Zip Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

19700103689

Office Use Only

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

1. PROFESSIONAL MANAGEMENT COMPANY INC. (Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

- Walk in, Pick up time 2.00, Certified Copy, Mail out, Will wait, Photocopy, Certificate of Status

RECEIVED 97 DEC -8 AM 11:00 DIVISION OF CORPORATION

Table with 2 columns: NEW FILINGS (Profit, NonProfit, Limited Liability, Domestication, Other)

Table with 2 columns: AMENDMENTS (Amendment, Resignation of R.A., Officer/ Director, Change of Registered Agent, Dissolution/Withdrawal, Merger)

400002365324-5 -12/08/97-01041-026 *****78.75 *****78.75

Table with 2 columns: OTHER FILINGS (Annual Report, Fictitious Name, Name Reservation)

Table with 2 columns: REGISTRATION/ QUALIFICATION (Foreign, Limited Partnership, Reinstatement, Trademark, Other)

FILED 97 DEC -9 PM 3:45 SECRETARY OF STATE TALLAHASSEE, FLORIDA

12/9

W97-27379 K. Rolfe DEC 08 1997

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 8, 1997

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

SUBJECT: PROFESSIONAL MANAGEMENT COMPANY INC.
Ref. Number: W97000027379

We have received your document for PROFESSIONAL MANAGEMENT COMPANY 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):

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.

The document must state the number of shares of authorized stock.

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) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 697A00057823

RECEIVED
97 DEC -9 PM 3: 12
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

FILED
97 DEC -9 PM 3: 45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

DADE PROFESSIONAL MANAGEMENT COMPANY INC.

Purpose of corporation staffing company.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

7575 West Flagler St # 202B.
Miami, FL 33144

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Gladys E Fernandez.
7575 West Flagler St # 202B.
Miami, FL 33144

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):


Orlando Artiles
Gladys E FERNANDEZ.
7575 west Flagler st #202B
MIAMI FL 33144.

ARTICLE VI DIRECTOR(S)

The name(s) and street address(es) of the director(s) to these Articles of Incorporation is(are):

PRESIDENT: Orlando Artiles
Vice President: Gladys E Fernandez.
7575 west Flagler st #202B.
MIAMI, FL 33144.

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 05 day of DECEMBER, 19 97.



Signature

Signature

Signature

Articles of Incorporation
Filing Fee - \$35

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: DDE Professional Management Company INC.

2. The name and address of the registered agent and office is:

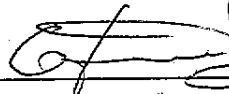
Gladys E Fernandez.
(NAME)

7575 West Flagler St. #202B
(P.O. BOX NOT ACCEPTABLE)

Missi FL 33144.
(CITY/STATE/ZIP)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS 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 AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE _____



DATE _____

12/05/97

97 DEC -9 PM 3:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

REGISTERED AGENT FILING FEE: \$35.00