

OFFICE USE ONLY Document

LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

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-07/22/99--01068--018

*****78.75 *****78.75

OFFICE USE ONLY

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

1. VENARI CORP.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)



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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

SECRETARY OF STATE
TALLAHASSEE FLORIDA

99 JUL 22 PM 2:36

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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

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Examiner's Initials

ARTICLES OF INCORPORATION

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

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLE I

The name of the corporation shall be: VENARI CORP.

ARTICLE II

The principal place of business and mailing address of this corporation is: 2450 Sw. 137th. Ave. Suite 215, Miami, Florida, 33175.

ARTICLE III

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

Number of Shares	Par Value Per Share	Class of Stock
7500	\$10.00	Common

ARTICLES IV

The name and address of the initial registered agent is: Jose Picayo, 2450 Sw. 137th. Ave. Suite 215, Miami, Florida 33175.

ARTICLES V

The name and address of the incorporator to these Articles of Incorporation is:

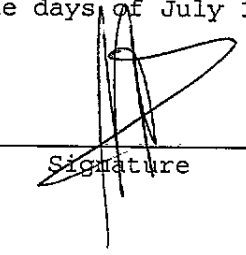
Name	Address
Jose Picayo	2450 Sw. 137 th . Ave. Suite 215 Miami, Florida 33175

ARTICLE VI

The number of directors constituting the initial board of directors of the corporation shall be the number of person whose name are set forth below. The name and address of each member of the initial board of directors of the corporation who shall hold office until the first annual meeting of shareholders and his succesor shall have been elected and qualified or until his earlier resignation, removal from office, or death, is:

Name	Address
Jose Picayo	2450 Sw. 137 th . Ave. Suite 215 Miami, Florida 33175

The undersigned incorporator has executed these Articles of Incorporation this Twenty One days of July 1999.



Signature

**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: VENARI CORP.
2. The name and address of the registered agent and office is: Jose Picayo, 2450 Sw. 137th. Ave. Suite 215, Miami, Florida, 33175.

HAS 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 JULY 21, 1999

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SECRETARY OF STATE
TALLAHASSEE FLORIDA