

TRANSMITTAL LETTER
PROCEED 6/8/69

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

800003322068--4
-07/13/00-01052--006
*****87.50 *****87.50

SUBJECT: MAIN STREET ENGINEERING, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Solange Boiangin
Name (Printed or typed)

1300 Coral Way, Suite 300
Address

Miami, FL 33145
City, State & Zip

(305) 858-1240
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE FLORIDA
00 JUL 13 AM 9:08
FILED

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
MAIN STREET ENGINEERING, INC.**

FILED
00 JUL 13 AM 9:08
SECRETARY OF STATE
TALLAHASSEE FLORIDA

WE THE UNDERSIGNED, HEREBY ASSOCIATE OURSELVES TOGETHER FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, UNDER THE PROVISION OF THE STATUTES OF THE STATE OF FLORIDA PROVIDING FOR THE FORMATION, LIABILITY, RIGHTS, PRIVILEGES AND IMMUNITIES OF A CORPORATION FOR PROFIT, GENERALLY, AND HEREBY MAKE, SUBSCRIBE, ACKNOWLEDGE AND FILE THIS CERTIFICATE FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I. NAME OF THE CORPORATION

THE NAME OF THIS CORPORATION SHALL BE:

MAIN STREET ENGINEERING, INC.

ARTICLE II. NATURE OF BUSINESS

THE GENERAL NATURE OF THE BUSINESS TO BE TRANSACTED BY THIS CORPORATION IS: BUSINESS AND TRANSACTIONS AS ALLOWED BY THE LAWS OF THE STATE OF FLORIDA.

ARTICLE III. CAPITAL STOCK

THE MAXIMUM NUMBER OF CAPITAL STOCK AUTHORIZED TO BE ISSUED BY THIS CORPORATION SHALL BE 1000 SHARES, EACH HAVING A PAR VALUE OF \$5.00. SAID SHARES OF STOCK SHALL ENTITLE THE HOLDER THEREOF TO ONE (1) VOTE AT ANY MEETING OF THE STOCKHOLDERS. ALL OR ANY PART OF SAID CAPITAL STOCK MAY BE PAID FOR IN CASH, IN PROPERTY OR IN LABOR OR SERVICES AT A FAIR VALUATION TO BE FIXED BY THE INCORPORATES, OR BY THE BOARD OF DIRECTORS AT A MEETING CALLED FOR SUCH PURPOSE. ALL STOCK WHEN ISSUED SHALL BE FULLY PAID FOR AND SHALL BE NON-ASSESSABLE.

ARTICLE IV. INITIAL CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION SHALL BEGIN BUSINESS SHALL BE FIVE THOUSAND DOLLARS (\$5,000.00).

ARTICLE V. TERM OF EXISTENCE

THE CORPORATION SHALL BE OF PERPETUAL EXISTENCE.

ARTICLE VI. PRINCIPAL OFFICE

THE FOLLOWING SHALL BE THE STREET ADDRESS AND THE PRINCIPAL OFFICE OF THIS CORPORATION, BUT THE CORPORATION SHALL HAVE THE POWER TO MOVE THE PRINCIPAL OFFICE TO ANOTHER ADDRESS IN THE STATE OF FLORIDA, AND TO ESTABLISH BRANCH OFFICES AND OTHER PLACES OF BUSINESS AT SUCH OTHER PLACES WITHIN OR WITHOUT THE STATE OF FLORIDA THAT MAY BE DEEMED EXPEDIENT:

1300 Coral Way, Suite 300
Miami, Florida 33145

ARTICLE VII. DIRECTORS

THERE SHALL BE A BOARD OF DIRECTORS FOR THIS CORPORATION WHICH SHALL CONSIST OF ONE PERSON. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME AS DETERMINED BY THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ONE. EACH SAID DIRECTOR SHALL BE OF FULL AGE AND AT LEAST ONE OF THEM SHALL BE A CITIZEN OF THE UNITED STATES. ANY DIRECTOR MAY BE REMOVED AT ANY ANNUAL OR SPECIAL MEETING OF STOCKHOLDERS CALLED IN ACCORDANCE WITH THE BY-LAWS OF THE CORPORATION, BY THE SAME VOTE AS THAT REQUIRED TO ELECT A DIRECTOR.

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

THE NAME AND ADDRESSES OF THE FIRST BOARD OF DIRECTORS IS AS FOLLOWS:

NAMES	ADDRESS	OFFICE
Solange Boiangin	1300 Coral Way, Suite 300 Miami, FL 33145	President

ARTICLE IX. SUBSCRIBERS

THE NAME AND ADDRESS OF EACH SUBSCRIBER TO THESE ARTICLES OF INCORPORATION AND THE NUMBER OF SHARES OF STOCK AGREED TO PURCHASE ARE:

NAMES	ADDRESS	No. OF SHARES
Solange Boiangin	1300 Coral Way, Suite 300 Miami, FL 33145	1000

THE PRIVATE PROPERTY OF THE STOCKHOLDER(S) SHALL NOT BE SUBJECT TO THE PAYMENT OF THE CORPORATION DEBT TO ANY EXTENT WHATSOEVER.

ARTICLE X. AMENDMENT

THE CORPORATION RESERVES THE RIGHT TO AMEND, ALTER, CHANGE OR REPEAL ANY PROVISION CONTAINED IN THESE ARTICLES OF INCORPORATION IN THE MANNER NOW OR HEREAFTER PRESCRIBED BY THE LAWS OF THE STATE OF FLORIDA, AND ALL RIGHTS CONFERRED UPON THE STOCKHOLDERS HEREIN ARE SUBJECT TO THIS RESERVATION.

ARTICLE XI. INITIAL REGISTERED AGENT AND STREET ADDRESS

NAMES	ADDRESS
Solange Boiangin	1300 Coral Way, Suite 300 Miami, FL 33145

ARTICLE XII. INCORPORATOR

Solange Boiangin	1300 Coral Way, Suite 300 Miami, FL 33145
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Signature/Incorporator

5/01/2000

Date

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/Registered Agent

5/01/2000

Date

IN WITNESS WHEREOF, WE, THE UNDERSIGNED HAVE EXECUTED THESE ARTICLES OF INCORPORATION FOR THE USES AND PURPOSES STATED THEREIN THIS 1st DAY OF MAY 2000.

Solange Boiangin
Solange Boiangin
INCORPORATOR/REGISTERED AGENT

STATE OF FLORIDA :
SS :
COUNTY OF DADE :

I HEREBY CERTIFY THAT THIS DAY BEFORE ME, A NOTARY PUBLIC, DULY AUTHORIZED IN THE STATE AND COUNTY NAMED ABOVE TO TAKE ACKNOWLEDGMENTS, PERSONALLY APPEARED SOLANGE BOIANGIN TO ME KNOWN AS THE PERSON DESCRIBED AS THE SUBSCRIBERS IN AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND ACKNOWLEDGE BEFORE ME THAT THEY SUBSCRIBE TO SAID ARTICLES OF INCORPORATION.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE ABOVE NAMED THIS 1st DAY OF MAY 2000.

MY COMMISSION EXPIRES:

Maria Margarita Rocha



MARIA MARGARITA ROCHA
My Comm Exp. 6-16-2002
Bonded By Service Ins
No. CC347283
 Personally Known Other I.D.

00 JUL 13 AM 9:08
SECRETARY OF STATE
TALLAHASSEE FLORIDA
FILED