

PA 1000005813

TRANSMITTAL LETTER

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

100003533291--4
-01/11/01-01081-018
*****78.75 *****78.75

SUBJECT: B² Structural Group, 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:

Jesus T. Baez
Name (Printed or typed)

435 SW 84 Ave
Address

Miami, Fl. 33144
City, State & Zip

(305) 226-5705
Daytime Telephone number

FILED
01 JAN 11 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

10-29-01

**ARTICLES OF INCORPORATION
OF
B² STRUCTURAL GROUP, INC.**

The undersigned, being above the age of eighteen (18) years and competent to contract, and being a citizen and a resident of the United States of America, for the purpose of organizing a corporation pursuant to the laws of the State of Florida, do hereby adopt the following Articles of Incorporation, and do hereby agree and certify as follows:

ARTICLE I

NAME

The name and initial address of this corporation shall be:

**B² Structural Group, Inc.
435 S.W. 84 Avenue
Miami, Florida 33144**

ARTICLE II

COMMENCEMENT OF CORPORATE EXISTENCE

This Corporation shall commence corporate existence upon the filing of these Articles of Incorporation with the Florida Department of State, and shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE III

GENERAL PURPOSE: GENERAL POWERS

The primary purpose for which this Corporation is organized is to engage in every phase and aspect of the business of providing professional services to the public. Such professional services shall be rendered only through officers, employees and/or agents of the Corporation.

FILED
01 JAN 11 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Corporation is also organized for the purpose of transacting any and all lawful business for which this corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV

CAPITAL STOCK

1. **Number of Shares Authorized; Par Value:** This Corporation is authorized to issue *one hundred shares* of voting common stock having a par value of *\$1.00 per share*, which shall be designated "Common Stock."

2. **Consideration for Issuance of Stock:** The Board of Directors of the Corporation may from time to time issue the authorized stock of the Corporation, or any part thereof, for such consideration as it may deem equivalent to or in excess of the par value thereof. The authorized stock of the Corporation may be paid for, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation at a fair valuation placed on such property or services by the Board of Directors. Future services shall not constitute payment or part payment for the issuance of the stock of the Corporation.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be located at 435 S.W. 84 Avenue, Miami, Florida 33144 and the initial registered agent of this Corporation at that address shall be Jesus J. Baez. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Incorporation.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one.

The names and addresses of the first Directors of the corporation, who shall hold office for the first year or until their successors are duly elected and qualified shall be:

President:

*Jesus J. Baez
435 S.W. 84 Avenue
Miami, Florida 33144*

Secretary/Treasurer:

*Sonia C. Rios
435 S.W. 84 Avenue
Miami, Florida 33144*

ARTICLE VII
INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as incorporator is:

*Jesus J. Baez
435 S.W. 84 Avenue
Miami, Florida 33144*

ARTICLE VIII

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

ARTICLE IX

INDEMNIFICATION

The Corporation shall have all the powers and authority now or hereafter granted or permitted by law with respect to indemnification of directors, officers, employees and agents, and former directors, officers, employees and agents.

ARTICLE X

AMENDMENT

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

ARTICLE XI

No contract or other transaction between this corporation and any other corporation, and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors of a majority thereof, and any

director of this Corporation who is also a director or an officer of such other corporation, or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction with like force and affect as if her were not such a director or officer of such other corporation, or not so interested.

ARTICLE XII

HEADINGS AND CAPTIONS

The headings or captions of these various Articles of Incorporation are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings and captions.

IN WITNESS WHEREOF, the undersigned does hereby make and file these Articles of Incorporation declaring and certifying that the facts stated herein are true, and does hereby subscribe thereto and hereunto set his name and seal this 8th day of January, 2001.



Jesus J. Baez, Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/ REGISTERED OFFICE**

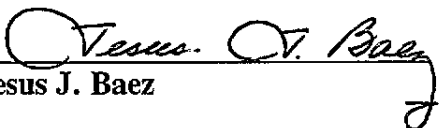
Pursuant to the provisions of §617.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **B² Structural Group, Inc.**
2. The name of the registered agent and office is:

*Jesus J. Baez
435 S.W. 84 Avenue
Miami, Florida 33144*

FILED
01 JAN 11 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as a registered agent and to accept service of process for the above corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity.


Jesus J. Baez

January 8, 2001
(Date)