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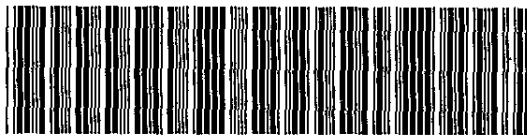
(Business Entity Name)

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STATE OF  
OREGON  
05 JUL 14 11:59 AM '05

J. GARNETT JUL 18 2005

**TRANSMITTAL LETTER**

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

**SUBJECT:** SAMABI GROUP, INC.

**(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)**

Enclosed are 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:** Sabrina Chassagne, P.A.

Name (Printed or typed)

One N.E. 2nd Avenue, Suite 208

Address

Miami, FL 33132

City, State & Zip

(305) 358-0005

Daytime Telephone number

05 JUL 14 AM 9:09  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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

**ARTICLES OF INCORPORATION  
OF  
SAMABI GROUP, INC.**

The undersigned, acting as incorporator of SAMABI GROUP, INC. under the Florida General Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of the corporation is SAMABI GROUP, INC.

**ARTICLE II. COMMENCEMENT OF EXISTENCE**

The existence of the Corporation will commence on July 15, 2005.

**ARTICLE III. PRINCIPAL PLACE OF BUSINESS**

The principal place of business shall be 12708 S.W. 71<sup>st</sup> Terrace, Miami, Florida 33183.

**ARTICLE IV. DURATION**

The corporation will exist perpetually.

**ARTICLE V. PURPOSE**

This corporation shall serve as holding company that may engage in any activity or business permitted under the laws of the United States and Florida.

More specifically, the general purpose or purposes for which the holding company is organized includes:

To perform consulting work for private and public entities concerning water distribution, storm drainage and sanitary sewer systems.

**ARTICLE VI. AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding

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SECTION OF  
DIVISION OF  
05 JUN 14 AM 9:30

at this time is 100 shares of Class A common stock, having par value of \$1.00 per share. The consideration to be paid for each share of Class A common stock shall be fixed by the Board of Directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

**ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is One N.E. 2<sup>nd</sup> Avenue, Suite 208, Miami, FL 33132 and the name of the corporation's initial registered agent is **Sabrina Chassagne, P.A.**

**ARTICLE VIII. INITIAL BOARD OF DIRECTORS**

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time as provided in the bylaws, but shall never be less than one (1) or more than five (5). The name and street address of the initial director is:

NAME

ADDRESS

Stanley Fardin, President

12708 S.W. 71<sup>st</sup> Terrace  
Miami, Florida 33183

**ARTICLE IX. MANAGEMENT BY SHAREHOLDERS**

All powers of the corporation shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of the Board of Directors. The name and street addresses of the original shareholders are:

NAME

ADDRESS

Stanley Fardin  
Class A Common Stock-100 Shares

12708 S.W. 71<sup>st</sup> Terrace  
Miami, Florida 33183

**ARTICLE X. INCORPORATOR**

The name and street address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Stanley Fardin	12708 S.W. 71 <sup>st</sup> Terrace Miami, Florida 33183

**ARTICLE XI. CUMULATIVE VOTING**

Every shareholder having the right to vote at a meeting of shareholders shall be entitled, in any election of directors, to that number of votes equal to the number of shares held by that shareholder multiplied by the number of directors to be elected, and each shareholder may either cast all those votes for a single candidate or distribute them among any two or more of the candidates. In voting on all other proposals, each shareholder having the right to vote shall be entitled to one vote for each share of voting stock held.

**ARTICLE XII. BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors and shareholder, except that the Board of Directors may not amend or repeal any bylaws adopted by the shareholders if the shareholders specifically provide that the bylaw is not *subject to amendment or repeal by the directors.*

**ARTICLE XIII. BYLAWS**

The corporation reserves the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

IN WITNESS WHEREOF, undersigned incorporator has executed these Articles of Incorporation this 30<sup>th</sup> day of June, 2005.

Stanley Fardin  
STANLEY FARDIN

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me on this 30<sup>th</sup> day of June, 2005, by Stanley Fardin.



Sheyla J. Trinidad  
My Commission DD239351  
Expires August 06, 2007

Sheyla J. Trinidad  
NOTARY PUBLIC  
State of Florida

         Personal knowledge  
  X   Produced identification  
Type of identification: Florida Driver's License

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as registered agent for SAMABI GROUP, INC. the foregoing Article of Incorporation, I, on behalf of SAMABI GROUP, INC., a Florida corporation, hereby agree to accept service of process for said Corporation and to comply with any and all Statues relative to the complete and proper performance of the duties of registered agent.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
05 JUL 14 AM 9:00

SABRINA CHASSAGNE, P.A., REGISTERED AGENT

By: Sabrina Chassagne  
Sabrina Chassagne, Esq.