

PO5000 151697

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

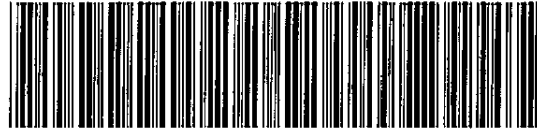
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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FILED IN 11030-004 **03,75

FILED
2005 NOV 14 PM 3:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

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

SUBJECT: WILLI CONSTRUCTION, 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

<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED	

FROM: CANAL ACCOUNTING SERVICES, INC
Name (Printed or typed)

4019 Caban Court
Address

Orlando, Fl. 32822
City, State & Zip

(407) 595-3125
Daytime Telephone number

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

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FILED

ARTICLES OF INCORPORATION
OF
WILLI CONSTRUCTION, INC

2005 NOV 14 PM 3: 56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be:

WILLI CONSTRUCTION, INC

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities of business permitted under the laws of the United States. The State of Florida, or any state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Ten Thousands (10,000) of common stock having a par value of \$1.00 per share.

ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be:

7217 E. COLONIAL DR
SUITE 111
ORLANDO, FL 32807

And the name of the initial Registered Agent for the corporation at that address William Montalvo.

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued there under. Such actions as maybe necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII LIMITATION OF LIABILITY.

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether them in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer maybe entitled as a matter of law.

ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm. Association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also director of such subsidiary or corporation.

This corporation shall have a minimum of two director. The initial Board of Directors shall consist of William Montalvo and Benito Cruz.

The street address for the directors is 7217 E. Colonial Dr. Suite 111 Orlando, Fl 32807. The new Board of Director shall be elected according to the By-Laws of the Corporation.

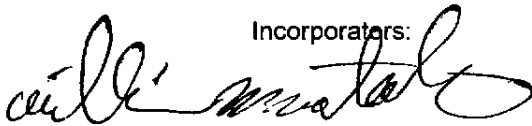

ARTICLE IX INCORPORATOR

The name and address of the incorporator are:

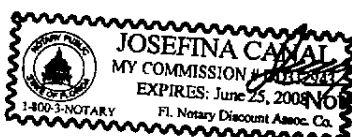
William Montalvo.....President
7217 E. Colonial Dr.
Suite 111
Orlando, Fl 32807

Benito Cruz.....Vice-President
7217 E. Colonial Dr
Suite 111
Orlando, Fl 32807

IN WITNESS WHEREOF, the undersigned has hereunto set his hand seal on this November 09/2005.

Incorporators:

William Montalvo

Benito Cruz

The foregoing instrument was executed and acknowledged before me at Orlando, County of Orange, State of Florida, this 09 of November /2005 by William Montalvo and Benito Cruz ("Incorporators"), who are personally known to me or who present their driver license as identification and deposes and says that the facts an matters contained above are true and correct, and that he has executed the same for the purposes expressed herein.


JOSEFINA CANAL
MY COMMISSION # 1012345
EXPIRES: June 25, 2008
Notary Public.
1-800-3-NOTARY
Fl. Notary Discount Assoc. Co.

(SEAL) State of Florida

DESIGNATION HAVE AND ACCEPTANCE BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of Florida;

WILLI CONSTRUCTION, INC

A corporation organizing under the laws of the State of Florida, with its principal office located at 7217 E. Colonial Dr. Suite 111. Orlando, Fl 32807

The initial Board of Directors has named:

William Montalvo.....President
7217 E. Colonial Dr.
Suite 111
Orlando, Fl 32807

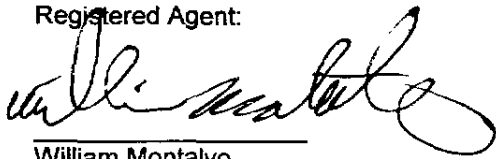
Benito Cruz.....Vice-President
7217 E. Colonial Dr.
Suite 111
Orlando, Fl 32807

As its Agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process: to keep the office open during prescribed hours; to post my name (and any other officer of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

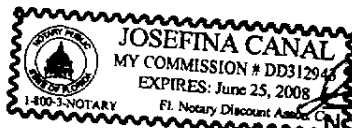
Registered Agent:



William Montalvo

BEFORE ME, the undersigned authority, this day personally appeared William Montalvo ("Registered Agent"), at Orlando, County of Orange. State of Florida, who is personally known to me and deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed herein.

WITNESS my hand and official seal this November 09/2005



Josifina Canal
Notary Public
State of Florida

(SEAL)