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SEC. OF STATE
TALLAHASSEE, FLORIDA

~~W-6697~~
2-22-06
WC



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 13, 2006

DONGZHOU HUANG
1847 GRAND ISLE DR.
BRANDON, FL 33511

SUBJECT: BSD ENGINEERING, INC.
Ref. Number: W06000006697

We have received your document for BSD ENGINEERING, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Only one of you can be the registered agent.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6995.

Wanda Cunningham
Document Specialist
New Filing Section

Letter Number: 306A00010221

COVER LETTER

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

SUBJECT: BSD Engineering, 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: DONGZHOU HUANG
Name (Printed or typed)

1847 GRANG ISLE DRIVE
Address

Brandon, FL 33511
City, State & Zip

(863) 519-2991
Daytime Telephone number

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

**ARTICLES OF INCORPORATION
OF
BSD ENGINEERING CONSULTANTS, INC.**

FILED

2006 FEB 20 A 9:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 and/or Chapter 621.FS. (Profit)

ARTICLE I – NAME

The name of the corporation shall be: **BSD Engineering Consultants, Inc.** (hereinafter, "Corporation")

ARTICLE II – PRINCIPAL OFFICE

The address of the principal office of this Corporation and mailing address is 1847 Grand Isle Drive, Brandon, FL 33511.

ARTICLE III – PURPOSE

The purpose of the Corporation will focus on the bridge and structural design, rating, rehabilitation, and research, but will not be restricted from also engaging in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE IV – SHARES

The maximum number of shares that this Corporation is authorized to have outstanding at any time is TEN THOUSAND (10,000) shares of common stock.

ARTICLE V – OFFICERS AND DIRECTOR

Title	Name	Address
President	Dongzhou Huang	1847 Grand Isle Drive, Brandon, FL, 33511
Vice President	Yingying Shu	1847 Grand Isle Drive, Brandon, FL, 33511
Director	Dongzhou Huang	1847 Grand Isle Drive, Brandon, FL, 33511
Treasure	Yingying Shu	1847 Grand Isle Drive, Brandon, FL, 33511

ARTICLE VI – SUB CHAPTER S CORPORATION

The Corporation may elect to be an S Corporation, as provided in Sub – Chapter S of the Internal Revenue Code of 1986, as amended.

7.1 The shareholders of this Corporation may elect and, if elected, shall continue such election to be an S Corporation as provided I Sub – Chapter S of the Internal Revenue

Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.

7.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without the written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Sub – Chapter S of the Internal Revenue Code of 1986, as amended.

7.3 Once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

“The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub – Chapter S of the Internal Revenue Code of 1986, as amended.”

ARTICLE VII – POWER OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of the Incorporation.

ARTICLE VIII – TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VIII – EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE X – REGISTERED AGENT AND REGISTERED OFFICE

The name and the Florida street address of the registered agent are:

Dongzhou Huang, 1847 Grand Isle Drive, Brandon, FL, 33511.

ARTICLE XI – INCORPORATOR

The name and street address of the incorporator of this Corporation is:

Dongzhou Huang, 1847 Grand Isle Drive, Brandon, FL, 33511.

ARTICLE XII – AMENDMENTS

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State OF Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.


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



Signature/Registered Agent

1-16-06

Date



Signature/Incorporation

1-16-06

Date