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Florida Department of State

Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION

metalco mfg., inc.

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J. Shivers APR 25 2006

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ARTICLES OF INCORPORATION

OF

METALCO MFG., INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

METALCO MFG., INC.

The principal place of business of this corporation shall be:

2394 WEST 79TH STREET, HIALEAH, FL 33016

ARTICLE II NATURE OF BUSINESS

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

This Instrument Prepared By:
LAW OFFICE OF RICHARD GONZALEZ, P.A.
1929 Sunset Harbour Drive
Miami Beach, Florida 33139
FL Bar No. 0716642

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ARTICLE II CAPITAL STOCK

The maximum number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is One Hundred (100) shares of common stock, each share having a part value of ONE DOLLAR ($1.00). Authorized capital stock may be paid for in cash. services, property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V INITIAL REGISTERED AGENT

The street address of the initial registered office of this corporation is the Law Office of Richard Gonzalez, P.A., 1929 Sunset Harbour Drive, Miami Beach, Florida 33139, and the name of the initial registered agent of this corporation at that address is, **RICHARD GONZALEZ, ESQ.**

ARTICLE VI INITIAL BOARD OF DIRECTORS

This corporation shall be conducted by a board and have one director initially. The number of directors may be increased or decreased from time to time by the by-laws but shall never be less than one director. The name and address of the initial director of this corporation is:

JESUS L. AMEIJEIRAS	**2394 WEST 79TH STREET** **HIALEAH, FL 33016**
CARLOS D. AMEIJEIRAS	**2394 WEST 79TH STREET** **HIALEAH, FL 33016**

ARTICLE VII INITIAL OFFICERS

The name of the initial officer is as follows:

PRESIDENT:	**JESUS L. AMEIJEIRAS**
VICE-PRESIDENT:	**CARLOS D. AMEIJEIRAS**
SECRETARY:	**RAYMUNDO C. GONZALEZ**
TREASURER:	**JESUS L. AMEIJEIRAS**

ARTICLE VIII INCORPORATOR

The name and street address of the person signing these articles is:

JESUS L. AMEIJEIRAS **2394 WEST 79TH STREET**
HIALEAH, FL 33016

ARTICLE IX DISTRIBUTION

The name and post office address of each subscriber of this Articles of Incorporation, and the number of shares of stock which each agrees to take and the sums subscribed to and paid are as follows:

NAME	ADDRESS	SHARES
JESUS L. AMEIJEIRAS	2394 WEST 79TH ST. HIALEAH, FL 33016	50
CARLOS D. AMEIJEIRAS	2394 WEST 79TH ST. HIALEAH, FL 33016	50

ARTICLE X EFFECTIVE DATE

These Article of Incorporation shall be effective immediately upon approval by the Secretary of State of the State of Florida.

ARTICLE XI AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders. and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 24 day of April, 2006.

Signature of Incorporator

JESUS L. AMEIJEIRAS

STATE OF FLORIDA)
) SS
COUNT OF MIAMI-DADE)

THE FOREGOING INSTRUMENT, was acknowledged before me 24 day of April, 2006, by **Jesus L. Ameijeiras**, who is personally known to me or who has produced FL DRIVERS LICENSE as identification and who did (did not) take an oath.

Maria T Cabrera
My Commission DD113880
Expires May 01, 2006

Maria T. Cabrera
NOTARY PUBLIC, STATE OF FLORIDA

NAME OF OFFICER (PRINT OR TYPE)

My commission expires:

Maria T Cabrera
My Commission DD113880
Expires May 01, 2006

TOTAL P.06

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ARTICLES OF INCORPORATION FILING FEE:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST – THAT: **METALCO MFG., INC.**

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF MIAMI, STATE OF FLORIDA, HAS NAMED **RICHARD GONZALEZ, ESQ., AS REGISTERED AGENT** LOCATED AT 1929 SUNSET HARBOUR DRIVE, MIAMI BEACH, FLORIDA 33139 TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: ______________________

JESUS L. AMEIJEIRAS

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HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

DATED 4/24/06

____

RICHARD GONZALEZ, ESQ., REGISTERED AGENT

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