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Florida Department of State  
Division of Corporations  
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## To:

Division of Corporations  
Fax Number : (850) 922-4001

## From:

Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305) 599-0839  
Fax Number : (305) 716-0346

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00 MAR -9 AM 10:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## FLORIDA PROFIT CORPORATION OR P.A.

M &amp; S KEY LARGO CONSTRUCTION, INC.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 1       |
| Page Count            | 06      |
| Estimated Charge      | \$78.75 |

**ARTICLES OF INCORPORATION**  
**OF**  
**M & S Key Largo Construction, INC.**

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**ARTICLE I- CORPORATE NAME**

The name of this corporation is: M & S KEY LARGO CONSTRUCTION, INC.

**ARTICLE II- NATURE OF BUSINESS AND POWERS**

The general nature of this corporation is to enter in any and all business permitted under the laws of the State of Florida, and in particular to enter in the construction business.

Also purchasing, leasing, renting, selling, holding, and otherwise acquiring and disposing real estate or personal property, both, tangible and intangible. Also in the purchase or acquisition of business rights of franchise or additional working capital.

**ARTICLE III- CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to issue and to have outstanding is 1000 shares with a par value of \$ 1.00 per share.

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M & S Key Largo Construction, Inc.  
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**ARTICLE IV- TERMS OF EXISTENCE.**

This corporation shall have perpetual existence, commencing upon the filing of these articles.

**ARTICLE V- REGISTERED AGENT, REGISTERED OFFICE**

**AND PRINCIPAL PLACE OF BUSINESS**

The Registered Agent and the street address of the initial Registered Office and Principal Office of this corporation in the State of Florida is:

Jesus Monteagudo

115 Orleande Circle

Key Largo, FL 33037

The Board of directors from time to time may move the Registered Office to any other location in the State of Florida.

**ARTICLE VI- BOARD OF DIRECTORS.**

This corporation shall have two directors initially. The number of directors may be increased or diminished by Bylaws adopted by the stockholders, but shall never be less than one.

**ARTICLE VII- INITIAL DIRECTORS.**

The name of the initial directors and their street address are:

|                     |                     |
|---------------------|---------------------|
| Jesus Monteagudo    | 115 Orleande Circle |
| President/Treasurer | Key Largo, FL 33037 |

|                          |                             |
|--------------------------|-----------------------------|
| Sergio Sotolongo         | 10501 Sw 4 <sup>th</sup> St |
| Vicepresident/ Secretary | Miami, FL 33174             |

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The person named as initial director shall hold office for the first year of existence of this corporation, or until his successors are elected or appointed and have qualified, whichever occurs first.

**ARTICLE VII- INCORPORATES.**

The name of the persons signing these articles of incorporation as the Incorporates are:

Jesus Monteagudo

115 Orleande Circle

Key Largo, FL 33037

Sergio Sotolongo

10501 Sw 4<sup>th</sup> St

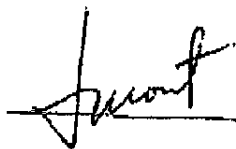
Miami, FL 33174

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**ARTICLE IX-AMENDMENTS**

These articles 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 at least a majority of the stockholders entitled to vote; unless all of them sign a written statement manifesting their intentions that a certain amendment be made.

IN WITNESS WHEREOF, the undersigned, Jesus Monteagudo and Sergio Sotolongo, as Incorporates, have executed the foregoing Articles of Incorporation on this 6th day of March of 2000.



Jesus Monteagudo



Sergio Sotolongo

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**ACKNOWLEDGMENT OF REGISTERED AGENT.**

Having been made to accept service of process for the above stated corporation at place designate in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said act relative to keeping open said office.

  
Jesus Monteagudo

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