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TALLAHASSEE, FLORIDA

2018 AUG 22 PM 2:46

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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** AAA CONSTRUCTION & DEVELOPMENT CORP.

**DOCUMENT NUMBER:** P00000077830

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

FABRIZIO SIGNORELLI

Name of Contact Person

AAA CONSTRUCTION & DEVELOPMENT CORP.

Firm/ Company

1020 SW 10 TH AVENUE

Address

MIAMI, FL. 33130

City/ State and Zip Code

FPSIGNORELLI@GMAIL.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

FABRIZIO SIGNORELLI

Name of Contact Person

786

597-6919

at ( )

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☒ \$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy  
is enclosed)

**Mailing Address**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Articles of Amendment  
to  
Articles of Incorporation  
of

FILED

2018 AUG 22 P 2:16

AAA CONSTRUCTION & DEVELOPMENT CORP.

(Name of Corporation as currently filed with the Florida Dept. of State) FLORIDA

AAA CONSTRUCTION & DEVELOPMENT CORP.

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this **Florida Profit Corporation** adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

N/A

The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:

(Principal office address **MUST BE A STREET ADDRESS**)

1020 SW 10 TH AVENUE

Miami, Florida 33130

C. Enter new mailing address, if applicable:

(Mailing address **MAY BE A POST OFFICE BOX**)

1020 SW 10 TH AVENUE

Miami, Florida 33130

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent

N/A

(Florida street address)

New Registered Office Address:

(City)

, Florida

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

**If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:**

*(Attach additional sheets, if necessary)*

*Please note the officer/director title by the first letter of the office title:*

*P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.*

*Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.*

**Example:**

<u>X</u> Change	<u>PT</u>	<u>John Doe</u>
<u>X</u> Remove	<u>V</u>	<u>Mike Jones</u>
<u>X</u> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	<u>N/A</u>	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____

**E. If amending or adding additional Articles, enter change(s) here:**

*(Attach additional sheets, if necessary). (Be specific)*

SEE ATTACHED SHEETS OF ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION.

**F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:**

*(if not applicable, indicate N/A)*

The date of each amendment(s) adoption: July 18, 2018, if other than the date this document was signed.

Effective date if applicable: July 18, 2018  
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

☐ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval

by \_\_\_\_\_  
(voting group)

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated 07/18/2018

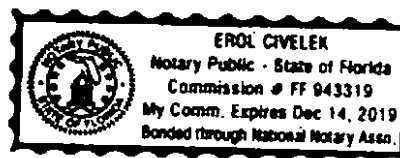
Signature *Fabrizio Signorelli*  
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

FABRIZIO SIGNORELLI

*Fabrizio Signorelli*  
(Typed or printed name of person signing)

PRESIDENT, CEO

\_\_\_\_\_  
(Title of person signing)



*JULY 18 - 2018*  
*[Signature]*

**ARTICLES OF AMENDMENT**  
**TO**  
**ARTICLES OF INCORPORATION**  
**OF**  
**AAA CONSTRUCTION & DEVELOPMENT CORP.**  
**DOC. # P00000077830**  
**EIN. # 65 - 1033023**

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of Amendment to its articles of incorporation.

FIRST: Amendments adopted.

/ ARTICLE I - NAME

The name of the Corporation shall be:

**AAA CONSTRUCTION & DEVELOPMENT CORP.**

## **ARTICLE II – PURPOSE**

**The general nature of the business to be transacted by this corporation is:**

**To carry on and engage in services and activities associated with decisions making in the public and private sector.**

**To carry on and engage in any other lawful business, to purchase, or otherwise acquire, financing, consulting, and to own, mortgage, pledge, sell, convey, assign, transfer, or otherwise dispose of, and to invest in and hold real or personal property, of every class, kind, and description.**

**To carry on engage in the business of developing, manufacturing, distributing, exporting, marketing and selling all type of products, domestically and abroad.**

**To carry on and engage in the business of acquiring, leasing, purchasing, developing, managing and selling and/or construction, remodeling, buy/sell, import of durable and non-durable goods machinery, real estates, including and all act necessary and/or related thereto. Metal fabrications, metal designs, stone designs, construction, remodeling, buy/sell, import and/or export of durable and non-durable goods, machinery, real estate, marble, tiles including and all acts necessary and/or related thereto.**

**To carry on and engage in the business of maintenance and consulting services for buildings, structures, residences, offices and properties including the management of entities and personnel providing such services, together with any all acts necessary and/or related to the operation of said business.**

**This company may buy shares of stock and/or corporate assets of any foreign and/or national companies throughout the world, and all types of investments in any business activity.**

**To conduct said business in, have one or more offices in, and buy, hold, mortgages, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and license.**

**To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages and transfers of corporate indebtedness as required.**

**To guarantee, endorse, purchase, hold, sell, mortgage, transfer, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, of any other corporation, and wile owner of such stock**



to exercise all of the rights, powers, privileges of ownership, including the right to vote such stock.

To carry on and engage in any business or activity, which may be authorized and permitted by virtue of laws of the United States of America and the State of Florida.

### **ARTICLE III – CAPITAL STOCK**

The Corporation shall be authorized to issue capital stock in the following manner, to wit: 1.000.000.- (ONE MILLION) shares of common stocks, having no par value.

### **ARTICLE IV – POWERS**

The powers of the Corporation shall include all those conferred by the bylaws of the Corporation and the laws of the State of Florida.

### **ARTICLE V – TERM OF EXISTENCE**

The Corporation shall have perpetual existence, in accordance with the laws of the State of Florida.

### **ARTICLE VI – PRINCIPAL PLACE OF BUSINESS**

The principal place of business of the Corporation shall be:

1020 SW 10 TH AVENUE  
Miami, Florida 33130

### **ARTICLE VII – MAILING ADDRESS**

The mailing address of the Corporation shall be:

1020 SW 10 TH AVENUE  
Miami, Florida 33130

#### **ARTICLE VIII – REGISTERED AGENT AND OFFICE**

The Registered Agent for the Corporation shall be Fabrizio Signorelli, and the Registered Office shall be located at 1314 Coral Way, Miami, Florida 33145 or such other person or such other place as the Director or Board of Directors may, from time to time, direct with appropriate notice being given to the Secretary of State, in accordance with the applicable Florida Statutes.

#### **ARTICLE IX – OFFICERS AND MANAGEMENT**

The affairs of the Corporation shall be managed by its officer and/or officers, subject to the provisions of these Articles of Incorporation and in accordance with the bylaws of the Corporation. The Officers of the Corporation may consist of a President, Vice President, Secretary and Treasurer, in addition to such other officers that the Board of Directors may, if they so desire, choose to elect. The name and address of the officer or officers who shall serve until the first election of the Board of Directors shall be as follows:

NAME	OFFICER	ADDRESS
FABRIZIO SIGNORELLI	President / Director	1020 SW 10 TH AVE Miami, FL 33130

#### **ARTICLE X – BOARD OF DIRECTORS**

The Corporation shall be governed by a Board of Directors, which shall consist of one (1), but not more than five (5) people.

#### **ARTICLE XI – DIRECTOR OR DIRECTORS**

The name and address of the person or people who shall serve as the Director or Board of Directors until the first annual meeting of the Corporation, or until his or their successor or successors are elected and are qualified, shall be as follows:

NAME	OFFICER	ADDRESS
FABRIZIO SIGNORELLI	President / Director	1020 SW 10 TH AVE Miami, FL 33130

## **ARTICLE XII – INCORPORATOR OR INCORPORATORS**

The name and address of the incorporator or incorporators subscribing to these Articles of Incorporation were as follows:

R. ALFONSO CHEHADE

SONIA D. CHEHADE

PAUL CHEHADE

FABRIZIO SIGNORELLI

Currently Fabrizio Signorelli holds all the shares (100%).

## **ARTICLE XIII – INDEMNIFICATION OF OFFICERS AND DIRECTORS**

Each Director and Officer of the Corporation shall be indemnified by the Corporation for all expenses and liabilities, including attorney's fees incurred or imposed upon such Director or Officer in connection with any proceedings to which he may be a party or in which he may become involved by reason of his being or having been a Director or Officer of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of any other rights to which such Director or Officer may be entitled.

## **ARTICLE XIV – VOTING RIGHTS**

That except as may otherwise be provided by law, the local voting power for the election of Directors of the Corporation shall be vested solely and exclusively in the holders of the outstanding shares of the capital stock of the Corporation.

## **ARTICLE XV – BYLAWS**

The original bylaws of the Corporation shall be adopted by a majority vote of the Shareholders of the Corporation present at a meeting of the Shareholders called for such purpose, at which a majority of the Shareholders are present, and thereafter the bylaws of the Corporation may be amended, altered or rescinded by the vote of the Shareholders of the Corporation. Amendments to the bylaws or to these Articles of Incorporation may be proposed by the Shareholders or by the Board of Directors in the manner as provided in the bylaws and as may be provided under the laws of the State of Florida.

## **ARTICLE XVI – PROXY WITH SPECIAL POWERS**

**The general meeting designates, to unanimity, a proxy with special powers for the director Fabrizio Signorelli, President is appointed special proxy to Constitute and/or Open and/or Buy Companies and/or Corporations and/or Associations and/or Consortium throughout the world in the name of the corporation. Opening and/or buy shares of stock of Companies and/or Corporations and/or Associations and/or Consortium throughout the world in the name of the corporation, and to open representation offices.**

**The general meeting designates, to unanimity, a proxy with special powers for the director Fabrizio Signorelli, President is appointed special proxy for all countries. The special proxy will engage the corporation with his signature; special powers are attributed to him to represent the corporation with the facilities mentioned below:**

- a) To collect credits of the corporation, release receipts and cancellations,**
- b) To manage the offices of the corporation, check book-keeping, manage social correspondence, the nomination and remove domestic staff of the corporation and to direct of work typical of social purposes to the corporation,**
- c) To represent the corporation fully at all degrees of civil, juridical, administrative, fiscal, public order, political and any other authority with general powers,**
- d) To represent the corporation in all degrees of civil, juridical, administrative, fiscal, public order, political and any other authority with general and special power received from warrant,**
- e) To represent warrant the company in any type of administrative and jurisdictional authority concerning work, with the possibility to bring to an end, appear promptly in situation with these proceedings, and act according to the same purpose, lodging appeal of nullity and any other action or exception which could be imminent over the corporation. At the same time he will be authorized to intervene at request, to contest plans who are favorable to the corporation and, in a general manner, accomplish any action and/or claim foreseen by laws for defense of proper social interests,**
- f) Administer all properties belonging to the corporation, or in any forms of negotiation indicated, such as rent, for this he is authorized by the rules in force. To withdraw the sums indicated, to subscribe all private contracts, necessary to form any act realized on the way of exercising**

faculties that for this give origin to these powers, companies/corporations throughout the world,

g) He is authorized to mention and/or revoke representative around the world, of country and/or state, and to confer and/or revoke to each of the representatives their specific powers,

h) He has the possibility of opening and closing offices, designating a local administrator to which will be granted powers pertaining to each state or country, special proxy has the ability to remove and/or revoke nominations and/or granted power.

The Director, Fabrizio Signorelli, President, is appointed special proxy for all countries; the special powers are attributed to him to represent the corporation in all the countries mentioned below:

AFGHANISTAN  
ALBANIA  
ALGERIA  
ANDORRA  
ANGOLA  
ANTIGUA E BARBUDA  
ARGENTINA  
ARMENIA  
AUSTRALIA  
AUSTRIA  
AZERBAIJAN  
BAHAMAS  
BAHRAIN  
BANGLADESH  
BARBADOS  
BELARUS  
BELGIUM  
BELIZIE  
BENIN  
BHUTAN  
BOLIVIA  
BOSNIA E HERZEGOVINA  
BOTSWANA  
BRAZIL  
BRUNEI DARUSSALAM  
BULGARIA  
BURKINA FASO  
BURUNDI  
CAMBODIA  
CAMEROON  
CANADA  
CAPE VERDE

CENTRAL AFRICAN REPUBLIC  
CIAD  
CHILE  
COLOMBIA  
COMOROS  
CONGO  
COSTARICA  
COTE D'IVOIRE  
CROATIA  
CUBA  
CYPRUS  
CZECH REPUBLIC  
DEMOCRATIC PEOPLE'S REPUBLIC OF KOREA  
DEMOCRATIC REPUBLIC OF THE CONGO  
DENMARK  
DOMINICA  
DOMINICAN REPUBLIC  
ECUADOR  
EGYPT  
EL SALVADOR  
EQUATORIAL GUINEA  
ERITREA  
ESTONIA  
ETHIOPIA  
FIJI  
FINLAND  
FRANCE  
GABON  
GAMBIA  
GORGIA  
GERMANY  
GHANA  
GREECE  
GRENADA  
GUATEMALA  
GUINEA-BISSAU  
GUYANA  
HAITI  
HONDURAS  
HUNGARY  
ICELAND  
INDIA  
INDONESIA  
IRAN  
IRAQ  
IRELAND  
ISRAEL  
ITALY

JAMAICA  
JAPAN  
JORDAN  
KAZAKHSTAN  
KENYA  
KUWAIT  
KYRGYZSTAN  
LAO PEOPLES'S DEMOCRATIC REPUBLIC  
LATVIA  
LEBANON  
LESOTHO  
LIBERIA  
LYBIAN ARAB JAMAHIRIYA  
LIECHTENSTEIN  
LITHUANIA  
LUXEMBOURG  
MADAGASCAR  
MALAWI  
MALAYSIA  
MALDIVES  
MALI  
MALTA  
MARSHALL ISLANDS  
MAURITANIA  
MAURITIUS  
MEXICO  
MICRONESIA (FEDERATED STATES OF)  
MONACO  
MONGOLIA  
MOROCCO  
MOZAMBIQUE  
MYANMAR  
NAMIBIA  
NETHERLANDS  
NEW ZEALAND  
NICARAGUA  
NIGER  
NIGERIA  
NORWAY  
OMAN  
PAKISTAN  
PALAU  
PALESTINA  
PANAMA  
PAPUA NEW GUINEA  
PARAGUAY  
PERU  
PHILIPPINES

POLAND  
PORTUGAL  
QATAR  
REPUBLIC OF KOREA  
REPUBLIC OF MOLDOVA  
ROMANIA  
RUSSIAN FEDERATION  
RWANDA  
SAINT KITTS AND NEVIS  
SAINT LUCIA  
SAINT VINCENT AND THE GRENADINES  
SAMOA  
SAN MARINO  
SAO TOME AND PRINCIPE  
SAUDI ARABIA  
SENEGAL  
SEYCHELLES  
SIERRA LEONE  
SINGAPORE  
SLOVAKIA  
SLOVENIA  
SOLOMON ISLANDS  
SOMALIA  
SOUTH AFRICA  
SPAIN  
SRI LANKA  
SUDAN  
SURINAME  
SWAZILAND  
SWEDEN  
SYRIAN ARAB REPUBLIC  
TAJIKISTAN  
THAILAND  
THE FORMER YUGOSLAV REPUBLIC OF MACEDONIA  
THE VATICAN CITY STATE  
TOGO  
TRINIDAD AND TOBAGO  
TUNISIA  
TURKEY  
TURKMENISTAN  
UGANDA  
UKRAINE  
UNITED ARAB EMIRATES  
UNITED KINGDOM OF GREAT BRITAIN AND NORTHERN IRELAND  
UNITED REPUBLIC OF TANZANIA  
UNITED STATES OF AMERICA  
URUGUAY  
UZBEKISTAN



VANUATU  
VENEZUELA  
VIETNAM  
YEMEN  
YUGOSLAVIA  
ZAMBIA  
ZIMBAWE

And in all other country where is necessary.

**SECOND:** If an amendment provides for exchange, or reclassification or cancellation of issued shares, provisions for implementaion the amendment if not contained in the amendment itself, are as follows:

**THIRD:** The date of each amendment's adoption: July 18<sup>th</sup>, 2018

**FORTH:** Adoption of Amendments:

The amendments were adopted by the board of directors without sharaholder action and shareholder action was not required.

Signed this July 18<sup>th</sup>, 2018

  
Signature


FABRIZIO SIGNORELLI

Typed name

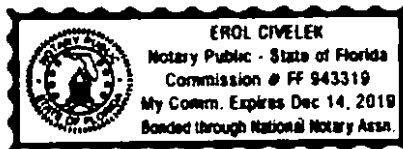
PRESIDENT

Title

Having being named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity, I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
FABRIZIO SIGNORELLI

July 18<sup>th</sup>, 2018  
Date



5007-18-2018  
