

COMPLEX CONSTRUCTION CORPORATION

6916 N.W. 72 Ave. Miami, FL 33166-3036 Telephone (305) 885-7001 Fax (305) 885-7066 CGC-043301

PO1000006478

January 10, 2001

Ms. Katherine Harris
Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

FILED
01 JAN 16 AM 9:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Re: Complex Construction II Corporation

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-01/16/01--01121--012
*****78.75 *****78.75

Dear Ms. Harris:

Enclose is an original and one (1) copy of the Articles of Incorporation of Complex Construction II Corporation as well as a check in the amount of \$78.75 for the Filing Fee and Certificate of Status.

We are also including a copy of the Special Meeting of Directors authorizing the use and incorporation of COMPLEX CONSTRUCTION II CORPORATION.

Should you have any questions, please contact our office at your earliest convenience.

Sincerely,


Mario A. Estabil
President

Done
1/18/01

ARTICLES OF INCORPORATION

THE UNDERSIGNED, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the laws of the State of Florida, by and under the provisions of the Statutes of the State providing for the formation, liability, rights, privileges and immunities of a Corporation for profit.

ARTICLE I

CORPORATE NAME

The name of this Corporation shall be **Complex Construction II Corporation**, hereinafter referred to as the Corporation.

ARTICLE II

NATURE OF CORPORATE BUSINESS

The general nature of the business and object and purposes proposed to be transacted, promoted or carried on are to engage in any activity or business permitted under the laws of the United States and of the State of Florida

ARTICLE III

CAPITAL STOCK

The amount of total authorized capital stock of the Corporation shall be **ONE THOUSAND (1,000)** shares of common stock of **ONE DOLLAR (\$ 1.00)** par value.

The whole or any part of the capital stock of the Corporation shall be payable in lawful money of the United States of America, or property, labor or services at a just valuation to be fixed by the Shareholders.

ARTICLE IV

AMOUNT OF CAPITAL WITH WHICH TO BEGIN BUSINESS

The amount of capital with which the Corporation shall begin business shall be not less than **ONE HUNDRED DOLLARS (\$100.00)**.

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ARTICLES OF INCORPORATION
Complex Construction II Corporation

ARTICLE V

CORPORATE EXISTENCE

The Corporation shall have perpetual existence. The corporate existence of this Corporation shall begin at the time of filing of these Articles of Incorporation by the State of Florida.

ARTICLE VI

PRINCIPAL OFFICE AND REGISTERED AGENT

The principal place of business of this Corporation shall be at:

**6916 N.W. 72 Ave.
Miami, Florida 33166**

with the privilege of having branch offices at any other place. The Board of Directors may from time to time move the principal office of this Corporation to any other address in Florida. The Resident Agent for service shall be:

**Mario A. Estabil
6916 N.W. 72 Ave.
Miami, Florida 33166**

ARTICLE VII

DIRECTORS

This Corporation shall have **ONE** Director initially. The number of Directors may be increased, or diminished, from time to time, by By-Laws adopted by the Stockholders.

ARTICLES OF INCORPORATION
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ARTICLE VIII

FIRST BOARD OF DIRECTORS

The names, titles and post office addresses of the Officers, all of whom constitute the first Board of Directors, are as follows:

NAME	TITLE
Mario A. Estabil 6916 N.W. 72 Ave. Miami, Florida 33166	PRESIDENT/TREASURY/SECRETARY

ARTICLE IX

SUBSCRIBER

The name and Address of the subscriber of these Articles of Incorporation is as follows:

**Mario A. Estabil
6916 N.W. 72 Ave.
Miami, Florida 33166**

ARTICLE X

PREEMPTIVE RIGHTS

Should any stockholder wish to dispose of his stock it shall first be offered to the remaining stockholders, at a price no greater than a bona-fide offer by any third person, and said stock shall be available for a period of ninety (90) days to such remaining stockholders. In the event that any of said stock is not purchased by any of the remaining stockholders within ninety (90) days of the offer, said stock may be sold by the stockholder to a third person.

ARTICLES OF INCORPORATION
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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 approve at a stockholders meeting by a majority of the stock entitled to vote thereon.

ARTICLE XI

STOCKS

The Stocks of this Corporation may be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code, so that the stockholders of the Corporation may receive the benefits provided thereunder.

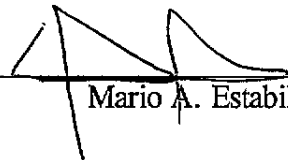
ARTICLES OF INCORPORATION
Complex Construction II Corporation

STATE OF FLORIDA)

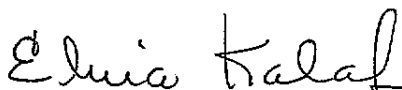
SS:

COUNTY OF DADE)

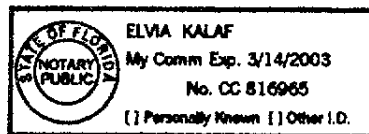
BEFORE ME, this day personally appeared **MARIO A. ESTABIL**, to me now and well known to be the person described as subscriber and who executed the foregoing Certificate of Incorporation and acknowledged that they executed the same for the purposes therein expressed.


Mario A. Estabil

WITNESS my hand and seal at Miami, Dade County, Florida, this 1st day of December, 2000.


Notary Public, State of Florida at Large

My commission expires:



ARTICLES OF INCORPORATION
Complex Construction II Corporation

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 **Complex Construction II Corporation**

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE
OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF
MIAMI, STATE OF **FLORIDA**, HAS NAMED **MARIO A. ESTABIL**,
LOCATED AT **6916 N.W. 72 AVE., MIAMI, FLORIDA 33166.**

CITY OF HIALEAH, STATE OF FLORIDA, AS ITS
AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE _____

(CORPORATE OFFICER)

TITLE _____

DATE _____

President

December 1st, 2000

SECRETARY OF STATE
TALLAHASSEE FLORIDA

01 JAN 16 AM 9:26

FILED

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
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES.

SIGNATURE _____

(RESIDENT AGENT)

DATE _____

December 1st, 2000