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Requester's Name

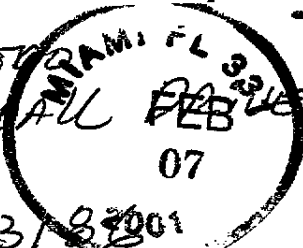
Address

~~R. GARCIA-TOLSON~~

~~11762 N. KENDALL~~

~~SUITE 308~~

~~MIAMI, FL 33132~~



Office Use Only

, (if known):

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1. _____
(Corporation Name) (Document #)
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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| <input type="checkbox"/> Walk in | <input type="checkbox"/> Pick up time | <input type="checkbox"/> Certified Copy |
| <input type="checkbox"/> Mail out | <input type="checkbox"/> Will wait | <input type="checkbox"/> Certificate of Status |
| <input type="checkbox"/> Photocopy | | |

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

2/12
[Signature]

ARTICLES OF INCORPORATION

OF

Infraroad Engineering Group, inc.

ARTICLE I

NAME:

The name of this corporation is:

Infraroad Engineering Group, Inc.

ARTICLE II

PURPOSE:

This corporation may engage in any aspect of design, planning, consulting and building of any type of infrastructures, systems or facilities related to modes of transportation including but not limited to roads, railroads and similar installations, airports, ports and the rendering of services related to the transport industry. Besides, this corporation may engage in any lawful business for which a corporation may be incorporated in the State of Florida.

ARTICLE III CAPITAL STOCK

This corporation is authorized to issue 1,000,000 shares of common stock of \$ 0.01 par value each.

ARTICLE IV PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

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ARTICLE V

RESTRICTIONS ON TRANSFER OF SHARES

The bylaws of this corporation may impose restrictions on the transfer or registration of its shares for any reasonable purpose and such restrictions shall be binding on the holder or a transferee of the holder, pursuant to Section 607.0627 of the Florida Business Corporation Act, as presently enacted.

ARTICLE VI

MAIN PLACE OF BUSINESS, INITIAL REGISTERED OFFICE AGENT

The initial registered office, and mailing address of the corporation is: 11762 S. W. 88th Street, Suite 308, Miami, FL 33186-2102, and the registered Agent is: Rafael Garcia-Toledo, at 9130 S. W. 134th Place. Miami, Florida 33186.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The corporation shall have the number of directors specified in the by-laws. The number of directors may be either increased or decreased from time to time, in the manner provided in the by-laws. Initially, the following persons shall be the directors of this corporations:

Rafael Garcia-Toledo	9130 S.W. 134 Place, Miami, FL 33186
Carlos Uzcategui	11111 Biscayne Boulevard, Apt. 1551 Tower III, Miami, FL
Rodolfo Pisani	11351 N. W. 64 Terr. Miami, FL
Luis C. Serra Carmona	11351 N. W. 64 Terr. Miami, FL

ARTICLE VIII
INCORPORATORS

The names and addresses of the person or persons signing these articles are:

<u>Name</u>	<u>Street Address:</u>
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Rafael Garcia-Toledo	9130 S.W. 134 Place Miami, Fl 33186
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ARTICLE IX
OFFICERS

This corporations shall have the officers described in its by -laws or appointed by the board of directors in accordance with the by-laws.

ARTICLE X
BY-LAWS

The power to adopt, alter, amend, or repeal by-laws, shall be vested in the Board of Directors.

The power to adopt initial by-laws corresponds to the incorporator, or to the first Board of Directors. The power to amend the initial by-laws corresponds to the Board of Directors, but only the shareholders may adopt emergency by-laws.

This corporation may give oral notice in any case where notice to shareholders, directors or officers is required or convenient, but notice to this corporation shall always be in writing, in the manner set forth in Section 607.0141 of the Florida Statutes as presently enacted.

ARTICLE XI

PROCEDURE IN CASE OF DEADLOCK

In case of deadlock in any decision to be made by the Board of Directors and/or the shareholders, no director or shareholder shall seek dissolution of the corporation, but, instead, the dispute shall be submitted for decision to a panel of three persons who are either attorneys or certified public accountants, authorized to practice in Florida; two of such persons shall be selected, one each, by the parties in deadlock; the third shall be chosen by the two persons selected by the parties in deadlock. If any parties refuses to appoint the attorney or certified public accountant the, any party may petition the Miami-Dade County Bar Association and/or the Miami-Dade County CPA Association to nominate, in the stead of the non-nominating party, an attorney or attorneys or certified public accountants, and the attorneys or certified public accountant nominated shall be considered as nominated by the party or parties which have refused or neglected to nominate pursuant to this Article.

The Decision of this panel shall be binding on the corporation, its directors, officers, and shareholders and shall be considered the act of the board of directors and/or the shareholders. The corporation shall bear the cost incurred in the selection and functioning of the panel and shall have its members harmless and always indemnified from any liabilities incurred as a consequence of the performance of their duties, including those arising out of negligence.

ARTICLE XII
DATE OF COMMENCEMENT

The effective date of this corporation is the date of filing by Secretary of State.

IN WITNESS WHEREOF, the undersigned incorporator has executed the Article of Incorporation, this 6 day of February, 2001.


Rafael Garcia-Toledo

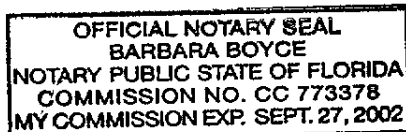
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Florida)
)SS
County of Dade)

BEFORE ME, the undersigned authority, personally appeared, Rafael Garcia-Toledo who is personally know to me to be the person who executed the foregoing Articles of Incorporation and he acknowledge before me that he executed same, this 6 day of February, 2001. FDLG 623-720-39-045-0


Notary Public, State of Florida
Printed

Name: Barbara Boyce



My commission expires: 9-27-2002

HAVING BEEN NAMED to accept service of process for the above stated corporation at the place designed above, 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


Rafael Garcia-Toledo
Registered Agent