

PO10000056659

TRANSMITTAL LETTER

FILED

EFFECTIVE DATE
05-28-01

01 JUN -4 PM 4:07

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: ALFA CONSTRUCTION, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

200004340512--3
-06/04/01--01128--006
*****70.00 *****70.00

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☒ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: CLARA I. OSORIO
Name (Printed or typed)

415 E VINE ST
Address

KISSIMMEE, FL 34744
City, State & Zip

(407) 870-0453
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

Clara OSORIO GAVE
AUTHORIZATION BY PHONE TO
CORRECT EFEC Date & RA Accept
DATE 6-7
DOC. EXAM CB

C. BLALOCK JUN 7 2001

EFFECTIVE DATE
05-28-01

FILED

ARTICLES OF INCORPORATION
OF
ALFA CONSTRUCTION, INC.
(A FLORIDA PROFIT CORPORATION)

01 JUN -4 PM 4: 07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator makes, acknowledges, and files with the Department of State of the State of Florida, these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME AND ADDRESS

The name of this corporation shall be **ALFA CONSTRUCTION, INC.**, and its principal place of business shall be **2572 SAGE DR, KISSIMMEE, FL. 34758**; but it may establish branch offices at any other points deemed advisable by its board of directors within or out the State of Florida.

ARTICLE II - TERM OF EXISTENCE

This Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE AND INITIAL BUSINESS

This corporation is organized for the transaction of any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, as they may be amended from time to time. The general nature of the business proposed to be transacted initially by the corporation, at any place within the United States, is to render carpentry and construction services for commercial and residential, and generally to do all acts reasonable and necessary for the furtherance of such business.

ARTICLE IV - AUTHORIZED CAPITAL

The corporation shall have the authority to issue FIVE HUNDRED (500) shares of common stock, and the par value of each share shall be One Dollar (\$1.00).

ARTICLE V - BOARD OF DIRECTORS AND OFFICERS

The number of directors of the corporation shall be fixed and may be altered from time to time as may be provided in the bylaws but in any event shall consist of no less than one member. In case of any increase in the number of directors, the additional directors may be elected by the directors or by the shareholders at an annual or special meeting, as shall be provided in the bylaws or until their successors are elected and qualified, or until resignations, removal from office or deaths.

Initial Board of Directors and Officers. Shall consist of four persons, who shall serve until the first annual meeting of the shareholders, and whose names and addresses are:

Jose E Caceres	2572 Sage Dr, Kissimmee, Fl 34758 - President
Ana E Menendez	2572 Sage Dr, Kissimmee, Fl 34758 - Vice- President

Eber Caceres 2572 Sage Dr, Kissimmee, FL 34758 - Secretary
America Y Caceres 2572 Sage Dr, Kissimmee, FL 34758 - Treasurer

ARTICLE VI - DEALINGS BY DIRECTORS

No contract or other transaction between the corporation and any other corporation, whether or not a majority of the shares of the capital stock of such other corporation is owned by this corporation, and no act of the corporation shall be in any way affected or invalidated by the fact that any of the directors of this corporation are pecuniary or otherwise interested in, or are directors or officers of, such other corporation; any director individually, or any firm of which such director may be a member, may be a party to or may be pecuniary or otherwise interested in any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of the corporation who is also a director or officer of such other corporation, or a majority thereof; and any director of the corporation who is also a director or officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize such contract or transaction, and may vote thereat to authorize such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

ARTICLE VII - Limitation of Director's Liability

No director shall be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director; provided, however, that this Article shall not eliminate or limit the liability of a director for (a) any breach of the director's duty of loyalty to the corporation or its shareholders; (b) acts or omissions which are not in good faith or which involve intentional misconduct or a knowing violation of law; (c) authorizing the unlawful payment of a dividend or other distribution on the corporation's capital stock or the unlawful purchase of its capital stock; (d) any violation of Florida law (Directors Conflicts of Interest); or (e) any transaction from which the director derived an improper personal benefit. This Article shall not eliminate or limit the liability of a director for any act or omission occurring prior to the date on which this Article becomes effective.

ARTICLE VIII - INDEMNIFICATION OF OFFICERS EMPLOYEES, AGENTS

Subject to the provisions of this Article, the corporation shall indemnify any and all its existing and former officers, employees and agents against all expenses incurred by them and each of them, including but not limited to legal fees, judgments, penalties and amounts paid in settlement or compromise, which may arise or be incurred, rendered or levied in any legal action brought or threatened against any of them for or on account of any action or omission alleged to have been committed while acting within the scope of employment as officer, employee or agent of the corporation, whether or not any settlement or compromise is approved by a court. Indemnification shall be made by the corporation whether the legal action brought or threatened is by or in the right of the corporation or by any other person.

Whenever any existing or former officer, employee or agent shall report to the president of the corporation or the chairman of the Board of Directors that he or she has incurred or may incur expenses, including but not limited to legal fees, judgments, penalties, and amounts paid in settlement or compromise in a legal action brought or threatened against him or her for or on account of any action or omission alleged to have been committed by him or her while acting within the scope of his or her employment as a officer, employee or agent of the corporation, the Board of Directors shall, at its next regular or at a special meeting held within a reasonable time thereafter, determine in good faith whether, in regard to the matter involved in the action or contemplated action, such person acted, failed to act, or refused to act willfully or with gross negligence or with fraudulent or criminal intent.

If the Board of Directors determines in good faith that such person did not act, fail to act, or refuse to act willfully or with gross negligence or with fraudulent or criminal intent in regard to the matter involved in the action or contemplated action, indemnification shall be mandatory and shall be automatically extended as specified herein; provided, however, that no such indemnification shall be available with respect to liabilities under the Securities Act of 1933 and provided further that the corporation shall have the right to refuse indemnification in any instance in which the person to whom indemnification would otherwise have been applicable shall have unreasonably refused to permit the corporation, at its own expense and through counsel of its own choosing, to defend him or her in the action.

ARTICLE IX - INCORPORATOR

The name and street address of the incorporator is: Jose E Caceres
2572 Sage Dr, Kissimmee, Fl 34758

ARTICLE X - BY LAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors or the shareholders.

ARTICLE XI - AMENDMENT OF ARTICLES OF INCORPORATION

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

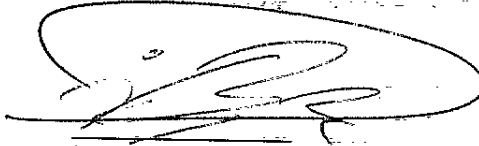
ARTICLE XII - REGISTERED AGENT

The name and address of the Registered agent of the Corporation is:

Clara I. Osorio 415 E. Vine Street, Kissimmee, Fl 34744

IN WITNESS WHEREOF, the following incorporator has signed these Articles of Incorporation, intending that they be effective as of May ~~28~~ 2001.

Executed this 23rd day of May, 2001 by incorporator



Jose E. Caceres
Incorporator



I AM FAMILIAR WITH AND ACCEPT THE APPOINTMENT AS REGISTERED AGENT. Notary Public, State of Florida

My Commission expires:

