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LAZARUS CORPORATE FILING SERVICE

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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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-10/03/01--01009--013  
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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. PRECISION WALLS CORPORATION  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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☐ Certificate of Status

| NEW FILINGS                         |                   |
|-------------------------------------|-------------------|
| <input checked="" type="checkbox"/> | Profit            |
| <input type="checkbox"/>            | NonProfit         |
| <input type="checkbox"/>            | Limited Liability |
| <input type="checkbox"/>            | Domestication     |
| <input type="checkbox"/>            | Other             |

| AMENDMENTS               |                                       |
|--------------------------|---------------------------------------|
| <input type="checkbox"/> | Amendment                             |
| <input type="checkbox"/> | Resignation of R.A., Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent            |
| <input type="checkbox"/> | Dissolution/Withdrawal                |
| <input type="checkbox"/> | Merger                                |

| OTHER FILINGS            |                  |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report    |
| <input type="checkbox"/> | Fictitious Name  |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/<br>QUALIFICATION      |                     |
|-------------------------------------|---------------------|
| <input checked="" type="checkbox"/> | Foreign             |
| <input type="checkbox"/>            | Limited Partnership |
| <input type="checkbox"/>            | Reinstatement       |
| <input type="checkbox"/>            | Trademark           |
| <input type="checkbox"/>            | Other               |

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TALLAHASSEE FLORIDA

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01 OCT -9 AM 10:32  
TALLAHASSEE FLORIDA  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

Examiner's Initials

**ARTICLES OF INCORPORATION  
OF  
PRECISSION WALLS CORPORATION**

A corporation for profit formed under the Florida General Corporation Act.

The undersigned subscriber (s) to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the Laws of the State of Florida.

**ARTICLE I - NAME**

The name of this corporation shall be:

**PRECISSION WALLS CORPORATION**

**ARTICLE II - ADDRESS**

The initial principal place of business and mailing address of this corporation shall be:

**919 N.W. 23 COURT - MIAMI, FL 33125**

**MAILING ADDRESS: P.O. BOX 2228  
PALM BEACH, FL 33480**

The board of Directors may from time to time move the principal office to any other address in Florida.

**ARTICLE III - DURATION**

Term of existence of the corporation is perpetual

**ARTICLE IV - PURPOSE**

The general nature of the business and business to be transacted are as follows:

To transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida of the United States.

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Without in any way limiting any of the objects and powers of the Corporation, it is expressly declared and provided that the Corporation, to carry on its business, or for the purpose of accomplishing any of the objects hereinabove mentioned, shall have the power to make and perform contracts of any kind and description, to do any and all other acts and things, and to exercise any and all other powers, either as principal, agent or broker, conferred by the laws of the State of Florida upon corporations formed under the laws of said State, and which now or hereafter may be authorized by law.

### **ARTICLES V - SHARES**

The number of shares which the corporation has authorized to be outstanding at any one time is **15,000**.

**PAR VALUE \$ 1.00.-** The capital stock may be paid for in money, property, labor or services at a just valuation or be fixed by the incorporators or by the directors at a meeting called for such purposes.

### **ARTICLE VI - AMENDMENT**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

### **ARTICLE VII - REGISTERED OFFICE**

The street address of the initial registered office of the corporation shall be:

**919 N.W. 23 COOURT - MIAMI, FL 33125**

and the name of the initial registered agent at such address is:

**FERNANDO LOPEZ**

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation:

  
\_\_\_\_\_  
Signature of Registered Agent

Date: 10/02/2001

## **ARTICLE VIII - DIRECTORS**

The initial Board of Directors shall consist of a total of One (1) person and the name and address of the person who are to serve as initial director is:

- |                   |                                  |
|-------------------|----------------------------------|
| 1) FERNANDO LOPEZ | <b>President, Treasurer</b>      |
| 919 N.W. 23 COURT | <b>Vice President, Secretary</b> |
| Miami, Fl 33125   |                                  |

## **ARTICLE IX - GENERAL PROVISIONS**

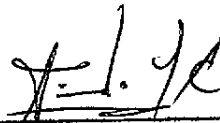
- (a) The private property of the stockholders shall not be subject to the payment of any corporate debts to any extent whatsoever.
- (b) Subject to the provisions and conditions of this Article, the Corporation shall have full power and lawful authority to accept property, labor and services in payment for shares of its Capital stock in lieu of cash, at a just valuation to be fixed by its Board of Directors.
- (c) A director of the Corporation may transact business, borrow, lend, or otherwise deal or contract with the Corporation to the full extent and subject only to limitations and provisions of the laws of the State of Florida and the laws of the United States.
- (d) The Corporation shall indemnify each director and officer of the Corporation against all or any portion of any expenses reasonably incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer or director of the Corporation (whether or not he continues to be an officer or director at the time of incurring such expenses), to the full extent permitted by and subject only to the limitations and provisions of the laws of the State of Florida and laws of the United States.

**ARTICLE X - INCORPORATOR**

The name and address of the incorporator is:

**FERNANDO LOPEZ**

In witness whereof I have subscribed my name



Signature of Incorporator

Date: 10/02/2001

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