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02 JAN 18 PM 2:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Miami, Florida, January 2nd, 2002

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

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-01/18/02--01050--014
*****87.50 *****87.50

Subject: G. & A. Consulting Engineers, Inc.
(proposed corporate name)

Dear Sirs:

Please find attached herewith one (1) original and one (1) copy of the articles of incorporation and a check in the amount of \$87.50 paying for:

Filing fee for new corporation	\$	70.00
Certified copy		8.75
Certificate of Status		8.75
Total	\$	87.50

I thank you in advance for your kind help on this matter.

Yours truly,



Alberto J. Romaniach
Registered Agent for:
G. & A. Consulting Engineers, Inc.
9701 S.W. 115th Avenue
Miami, Florida 33176
Phone: 305-740-6730

ARTICLES OF INCORPORATION
OF
G.& A. CONSULTING ENGINEERS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a Corporation under the
Florida
Business Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE ONE - NAME

The name of the corporation shall be:

G. & A. CONSULTING ENGINEERS, INC.

ARTICLE TWO - PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be:
6411 S.W. 36th Street, Miami, Florida 33155.

ARTICLE THREE - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at
any one time is:

One hundred shares, par value \$10.00 each.

ARTICLE FOUR - INITIAL REGISTERED AGENT

The name and address of the initial registered agent is:

Alberto J. Romaniach - S.S. #264-93-5395
Address: 9701 S.W. 115th Avenue, Miami, FL. 33176

ARTICLE FIVE - INCORPORATORS

The initial incorporators are:

Gabriel E. Romaniach - S.S.#266-80-0883
6411 S.W. 36th Street, Miami, Florida 33155

Alberto J. Romaniach - S.S. #264-93-5395
Address: 9701 S.W. 115th Avenue, Miami, FL. 33176

ARTICLE SIX - DIRECTORS

The initial corporation directors will be:

Gabriel E. Romañach, President and Treasurer

Alberto J. Romañach, Vice President and Secretary

ARTICLE SEVEN - PURPOSE

The purpose of the corporation is to engage in the business of providing Engineering Consultant Services to government, businesses and the general public.

ARTICLE EIGHT - POWERS OF THE DIRECTORS

The directors will have the power to engage in all kind of legal transactions in the name of the Corporation, including opening and operating bank accounts, as well as obtaining loans, purchasing, selling and incurring in contractual obligations.

The undersigned incorporators have executed these Articles of Incorporation in the City of Miami, County of Miami Dade, on January 2nd, 2002.



Gabriel E. Romañach



Alberto J. Romañach

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Miami, Florida, January 2nd, 2002

Florida Dept. of State
Tallahassee, Florida

Re: Acceptance of Registered Agent

Dear Sirs:

The undersigned, Alberto J. Romaniach, being familiar with the duties and responsibilities of a Registered Agent for a Florida Corporation, accepts and will be from now on the Registered Agent for:

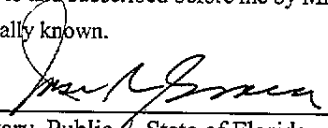
"G. & A. Consulting Engineers, Inc."

Yours truly,



Alberto J. Romaniach
Registered Agent
for "G. & A. Consulting Engineers, Inc."
9701 S.W. 115th Avenue
Miami, Florida 33176
Phone: 305-740-6730

Sworn to and subscribed before me by Mr. Alberto J. Romaniach,
personally known.



Notary Public / State of Florida

My commission expires on: 11/9/2003



Jose R. Grana
Commission # CG 886121
Expires Nov. 9, 2003
Bonded Thru
Atlantic Bonding Co., Inc.