

PO20000021170
ERNIE MARTINEZ

1152 SW 10 Street Miami, Florida 33130
Telephone (305) 377-4808 Telefax (305) 377-4559

Tuesday, February 5, 2002

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

FILED
02 FEB 25 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
3000048063-0
-02/08/02-01039-011
*****87.50 *****87.50

SUBJECT: American Construction Management
Corporation

Dear Sir:

Enclosed please find an original and one (2) copies of the articles of incorporation and a check for:

\$ 87.50 for, The filing fee, A certified copy & a Certificate of Status

Sincerely,

Ernie Martinez

American Construction Management Corporation

PO2-4888
gk
2/13



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 13, 2002

ERNIE MARTINEZ
1152 SW 10 ST.
MIAMI, FL 33130

SUBJECT: AMERICAN CONSTRUCTION MANAGEMENT CORPORATION
Ref. Number: W02000004228

We have received your document for AMERICAN CONSTRUCTION MANAGEMENT CORPORATION and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6878.

Alan Crum
Document Specialist
New Filing Section

Letter Number: 002A00008862

ARTICLES OF INCORPORATION

The following Articles shall constitute the Basic Documents of this Corporation for profit
In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit).

ARTICLE I: CORPORATE NAME

1.1 The name of the Corporation shall be:

National C M Corporation

ARTICLE 2: PRINCIPLE OFFICE

2.1 The principle place of business/ mailing address is:

1152 SW 10 Street
Miami, Florida 33130

ARTICLE 3: PURPOSES

3.1 This Corporation purpose shall be and as a **Professional Corporation**.

ARTICLE 4: SHARES OF STOCK

- 4.1 The first issue of shares of stock shall consist of 1000 shares of Common Stocks at \$ 1.00 par value each.
- 4.2 The first issue of shares of stock shall consist of of one class only.
- 4.3 Each stock of every issue shall entitle the bearer to one vote per share as specified in the ByLaws.
- 4.4 Shares of the Corporation are transferable at their owner's option as set forth in the By-Laws.
- 4.5 The Corporate Office shall keep a current list of all shareholders of the Corporation.
- 4.6 The first shares shall be offered for sale one day after receiving notification of approval of these Articles.
- 4.7 The first shares shall be offered for sale for a period not exceeding two years.
- 4.8 The Board of Directors of the Corporation shall have the power to vote all unsold shares.
- 4.9 Additional issues of shares shall be made as set forth in the By-Laws

ARTICLE 5: INITIAL OFFICERS/DIRECTORS

- 5.1 The affairs of the Corporation will be managed by a board of Directors as determined by the By-Laws
- 5.2 Directors of the Corporation shall be elected at a meeting of the members as setforth in the by-laws.
- 5.3 The Corporation shall have one Director who shall constitute the initial Board of Directors .
- 5.4 The name and address of the initial Board of Directors member is:

National C M Corporation

1152 SW 10 Street
Miami, Florida 33130

- 5.6 The affairs of the Corporation shall be administered by the Officers designated in the By-Laws
- 5.7 The Officers shall be elected by the Board of Directors at its first meeting
- 5.8 Officers shall serve at the pleasure of the Board of Directors.
- 5.9 The name and address of the initial Officer is:

Ernie Martinez, President, Treasurer, Secretary
1152 SW 10 Street
Miami, Florida 33130

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TALLAHASSEE, FLORIDA

ARTICLE 6. REGISTERED AGENT

6.1 The name and Florida street address of the registered agent is:

Ernie Martinez
National C M Corporation
1152 SW 10 Street
Miami, Florida 33130

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TALLAHASSEE, FLORIDA

ARTICLE 7. INCORPORATOR

6.1 The name and address of the incorporator is:

Ernie Martinez
National C M Corporation
1152 SW 10 Street
Miami, Florida 33130

ARTICLE 8. INDEMNIFICATION

- 6.1 Every Director and every Officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a Director or Officer at the time such expenses are incurred except when the Director is adjudged guilty of willful or malfeasance in the performance of his duties; providing that in the event of a settlement, the indemnification shall apply only when the Board of Directors approved such settlement and reimbursement as being for the best interest of the Corporation.
- 6.2 The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled.

ARTICLE 9. BY-LAWS

- 7.1 The first By-Laws of the Corporation shall be adopted by the Board of Directors
- 7.2 The By-Laws may be altered, amended or modified by resolution adopted by a majority of the Board of Directors at any duly called meeting of the Board, thereafter submitted to the members at any duly convened meeting of the members and approved by a two third (2/3) vote of the members present and/or proxy

Having been named Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

REGISTERED AGENT

(Signature) *Ernie Martinez*

February 21, 2002
(Date)

INCORPORATOR

(Signature) *Ernie Martinez*

February 21, 2002
(Date)