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## Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number

: (850)205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.

Account Number : 071001002335

: (305)599-0839

Fax Number

: (305)716-0346

# FLORIDA PROFIT CORPORATION OR P.A.

FLORIDA SUNTEC, INC.

Certificate of Status	With the second
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

#### ARTICLES OF INCORPORATION

OF

# 2002 JUL 18 AM 7: 10 SECRETARY OF STATE TALLAHASSEE FLORIDA

## Florida SunTec, Inc.

#### ARTICLE I NAME

The name of the corporation is Florida SunTec, Inc. (the "Corporation").

#### ARTICLE II PRINCIPAL OFFICE

The address of the principal office and the mailing address of the Corporation is 15450 New Barn Road Suite 302 Miami Lakes, Florida 33014.

#### ARTICLE HE PURPOSE

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

#### ARTICLE IV SHARES

The aggregate number of shares of all classes of capital stock that this Corporation shall have authority to issue is ten thousand (10,000.00), par value \$0.001 per share (the "Common Stock"), The Common Stock provisions are as follows:

Provisions Relating to the Common Stock.

#### 1. Yoting Rights.

- (a) Except as otherwise required by law or as may be provided by the resolutions of the Board of Directors authorizing the issuance of any class or series of Preferred Stock, as provided in Section B of this Article III, all rights to vote and all voting power shall be vested exclusively in the holders of the Common Stock.
- (b) The holders of the Common Stock shall be entitled to one vote per share on all matters submitted to a vote of shareholders, including, without limitation, the election of directors.
- Dividends. Except as otherwise provided by law, the holders of the Common Stock shall be entitled to receive when, as and if provided by the Board of Directors, out of funds legally available therefore, dividends payable in cash, stock or otherwise.

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3. Liquidating Distributions. Upon any liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, and after payment or provision for payment of the debts and other liabilities of the Corporation, the remaining assets of the Corporation shall be distributed pro-rata to the holders of the Common Stock.

#### ARTICLE V INITIAL OFFICERS/DIRECTORS

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of Directors constituting the initial Board of Directors is two (2), and the names of the members of the initial Board of Directors, who are to serve as the Corporation's directors until successors are duly elected and qualified are:

Orlando Calas

15450 New Barn Road Suite 302

Miami Lakes, FL 33014

Perla Sole Calas

15450 New Barn Road Suite 302

Miami Lakes, Florida 33014

The names of the initial officers are as follow:

PRESIDENT:

Orlando Calas

VICE-PRESIDENT:

Peria Sole Calas

#### ARTICLE VI REGISTERED AGENT

The name and address of the Corporation's initial Registered Agent is Perla Sole Calas 15450 New Barn Road Suite 302 Miami Lakes, Florida 33014.

#### ARTICLE VII INCORPORATOR

The name of the Incorporator is Perla Sole Calas 15450 New Barn Road Suite 302 Miami Lakes, Florida 33014...

#### ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 16th day of July, 2002.

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Perla Sole Calas Incorporator

# ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as provided in Florida Statutes §607.0505.

MOVE

Registered Agent

Dated: July 16, 2002

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SECHCTARY OF STATE
SECHCHARSSEE FLORIDA