

P03000018836

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies ☒ Certificates of Status ☐

Special Instructions to Filing Officer:

Office Use Only

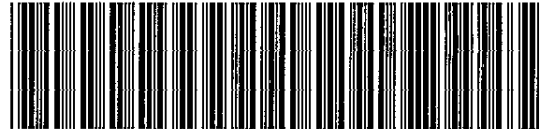
GAVE

AUTHORIZATION BY PHONE TO

CORRECT RA address

DATE 2-18-03

DOC. EXAM. James



600011126426

02/12/03--01023--003 \*\*78.75

RECEIVED  
FEB 12 AM 9:45  
STATE  
TALLAHASSEE, FLORIDA

FILED  
03 FEB 17 AM 10:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

003-4286

2-18-03

EXPRESS CORPORATE FILING SERVICE INC.  
Requestor's Name

1000 PONCE DE LEON BLVD. SUITE:101  
Address

CORAL GABLES, FL 33134 (305) 444-4994  
City/State/Zip Phone #

OFFICE USE ONLY

**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

1. SOLID ENGINEERING, INC.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in ☒ Pick up time ☒ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ 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/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Ken Detzner  
Secretary of State

February 13, 2003

EXPRESS CORPORATE FILING SERVICE INC

SUBJECT: SOLID ENGINEERING, INC.  
Ref. Number: W03000004286

RECEIVED  
03 FEB 17 09:58  
STATE  
OFFICE OF  
CORPORATIONS  
TALLAHASSEE, FLORIDA

We have received your document for SOLID ENGINEERING, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

CHECK THE ADDRESS FOR THE PRINCIPLE AND THE SECRETARY. DO YOU WANT THEM TO BE DIFFERENT?,

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) 245-6930.

Donna Graves  
Document Specialist  
New Filing Section

Letter Number: 803A00009720

FILED

03 FEB 17 AM 10:13

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
SOLID ENGINEERING, INC.

The undersigned incorporate, for the purpose of forming a corporation under the Florida Corporation Act, hereby adopts the following Articles of incorporation.

**ARTICLE I-NAME**

The name of the corporation shall be:

SOLID ENGINEERING, INC.

The principal place of business of this corporation shall be:  
310 Fountbleau Blv. #106 Miami, Florida 33172.

**ARTICLE II-TERM OF EXISTENCE**

The term of existence of the corporation is perpetual unless sooner dissolved according to law.

**ARTICLE III-PURPOSE**

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

**ARTICLE IV-CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 7,500 at \$1.00 par value each share.

**ARTICLE V-VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holder of the outstanding common shares.

**ARTICLE VI-PREEMPTIVE RIGHTS**

Every Shareholders, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rate share (as nearly as may be done without issuance of fractional shares) at the price which it is offered to others.

#### **ARTICLE VII-INITIAL REGISTERED OFFICE AND AGENTS**

The street address of the initial principal office of this corporation at 310 Fountbleau Blvd #106 Miami Fl 33172 and the name of the initial registered agent of this corporation at that address shall be Estela Soto Molina.

#### **ARTICLE VIII-INITIAL BOARD OF DIRECTORS**

This corporation shall have at all times have at least one and not more than five Directors who shall conduct the business of the corporation as a Board of Directors. The Stockholders of this Corporation may, from time to time, and at any time, increase or decrease the size of the Board of Directors of the Corporation.

The name and addresses of the Members of the first Board of Directors of the corporation shall be:

Juan Carlos Felipe  
12330 SW 192 Terrace  
Miami, Florida 33177

President

Xiomara Rodriguez  
2785 NW 4 St  
Miami Fl 33125

Vice-President  
Treasurer

Estela Soto Molina  
310 Fountbleau Blvd #106  
Miami Fl 33172

Secretary

#### **ARTICLE IX-BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the shareholders.

#### **ARTICLE X-CUMULATIVE VOTING**

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at the time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

#### **ARTICLE XI-CALLING OF SPECIAL MEETING**

Special meeting of shareholders may be called by stockholders holding not less than 10% of the capital stock.

**ARTICLE XII-SHAREHOLDER'S QUORUM AND VOTING**

Fifty-one (51%) per cent of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at the meeting of shareholders. If the quorum is present, the affirmative vote of fifty-one (51%) per cent of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

**ARTICLE XIII-INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

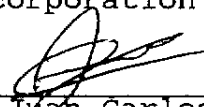
**ARTICLE-XIV-AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

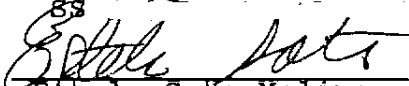
**ARTICLE XV-1244 Stock**

The capital stock of the corporation shall be issued in accordance with the provisions of Section 1244, Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 6th days of February, 2003.

  
\_\_\_\_\_  
Juan Carlos Felipe

SS

  
\_\_\_\_\_  
Estela Soto Molina

  
\_\_\_\_\_  
Xiomara Rodriguez


Prepared by: Osvaldo Navarro  
782 NW Le Jeune Rd  
#629  
Miami, Fl 33126

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

FILED  
03 FEB 17 AM 10:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. That Solid Engineering Inc. desiring to organize or qualify under the Laws of the State of Florida, with its principal place of business at 310 Fountbleau Blv #106 Miami, Florida has named Estela Soto Molina as its agent to accept services of process within Florida.

  
SUBSCRIBER

Dated: 2/10/03

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

  
RESIDENT AGENT

Dated: 2/10/03