

P03000084791

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

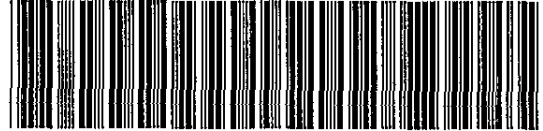
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300021597693

08/04/03--01028--022 **78.75

FILED

03 AUG-4 PM3:44

RECEIVED

03 AUG-4 AM11:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

20.8/4

OFFICE USE ONLY(DOCUMENT #)

LAZARUS CORPORATE FILING SERVICE

3320 S.W. 87 AVENUE

MIAMI, FLORIDA (305)552-5973

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

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

1. J & G DUCTWORKS, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2.00 ☒ 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

**ARTICLES OF INCORPORATION OF
J & G DUCTWORKS, INC.**

FILED
03 AUG -4 PM 2:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I --- NAME

The name of this corporation is **J & G DUCTWORKS, INC.**

ARTICLE II- EXISTENCE

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE - III- PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 200 shares of TEN Dollars (\$10.00) par value common stock that shall be designated as "Common Shares". The total initial capital is \$ 2,000.00.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every Shareholder, upon the offer for sale for cash of any stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others, or the price that may be set by the Board of Directors, which ever is lowest.

ARTICLE VI - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of this Corporation is 3085 SW 19 Street, Miami, Florida 33145.

ARTICLE VII – INITIAL BOARD OF DIRECTORS

This corporation shall have at least ONE Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the rules set in the bylaws; however, there shall never be less than two Directors or more than five. The name and address of initial Board of Directors of the Corporation is:

JOSE R. GONZALEZ
PRESIDENT
3085 SW 19 Street,
Miami, Florida 33145

ALEXANDRA MENDOZA
SECRETARY
3085 SW 19 Street,
Miami, Florida 33145

ARTICLE VIII – INCORPORATION

The names and addresses of the Incorporators signing these articles are Jose R. Gonzalez and Alexandra Mendoza.

ARTICLE IX – INDEMNIFICATION

The corporation shall indemnify any Officer or Director, to the full extent permitted by law.

ARTICLE X – AMENDMENTS

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, by a MAJORITY of Votes of all Shareholders.

ARTICLE XI – CORPORATE BUY-OUT


Dissenting shareholders have the right to sell their shares back to the corporation at a fair price, and the corporation has the obligation to purchase such shares. The obligation of the corporation will only cease if the

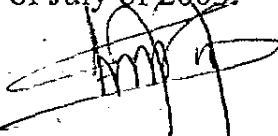
purchase would render the corporation insolvent or so substantially reduce its assets as to make its operation impossible.

ARTICLE XII

Any dispute among shareholders will be resolved by arbitration in accordance with the rules of the American Arbitration Association by an arbitrator that will be chosen by the non-disputing shareholders. If they cannot appoint one within one week of the request the arbitrator will be the Corporation's Legal Counselor. The decision of the arbitrator will be final.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on the 31st day of July of 2003.


JOSE R. GONZALEZ
President


ALEXANDRA MENDOZA
Secretary

State of Florida
County of Miami-Dade

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above Personally appeared Jose R. Gonzalez and Alexandra Mendoza; known by me to be the persons who executed the foregoing Articles of the Incorporation, and they acknowledged before me that they executed these Articles of Incorporation.

In witness whereof, I have set my hand and seal in the State and County above, this 31st day of July of 2003.



Notary Public



Luisita Montalban
Commission # DD 029534
Expires July 9, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That J & G DUCTWORKS, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, has named ALEXANDRA MENDOZA at 3085 SW 19 Street, Miami, Florida 33145, as its agent to accept service of process within the state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above mentioned corporation, at the place designated in this certificate, the undersigned agrees to comply with the provisions of the Florida laws relative to keeping the designated office open.


ALEXANDRA MENDOZA
Register Agent

State of Florida
County of Miami-Dade

Before me, a Notary Public, personally appeared Alexandra Mendoza, personally known to me and who has executed the foregoing acknowledgment before me and accepts to be the Register Agent for the Corporation.


Notary Public



Luisita Montalban
Commission # DD 029534
Expires July 9, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

FILED
03 AUG -4 PM 2:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA