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TRANSMITTAL LETTER

Delivered By: US Postal certified Return Receipt No. 7002 3150 0006 1107 6915

Florida Department of State Division of Corporations 409. E. Gaines St. Tallahassee, FL 32399

	M.D.ELECTRICAL CONTRACTORS, INC.
SUBJECT:	
	(PROPOSED CORPORATE NAME)

Enclosed please find an original and one copy of the articles of incorporation for the above corporation and a check for \$78.75.00 (BPPR 0929) for Filing Fee ,and certificate status

FROM: Wilset Pascual.

Name

4840 N.W._170th Street, Miami, Fl. 33055

Ph# 786-306-6287

Miami, August 3th. 2003



August 15, 2003

WILSET PASCUAL 4840 NW 170TH ST MIAMI, FL 33055

SUBJECT: M.D. ELECTRICAL CONTRACTORS, INC.

Ref. Number: W03000023319

We have received your document for M.D. ELECTRICAL CONTRACTORS, 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):

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 245-6884.

Letter Number: 503A00046592

Shawn Logan Document Specialist New Filings Section

Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

ARTICLES OF INCORPORATION

OF: M.D. ELECTRICAL CONTRACTORS, INC.

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby for a Corporation for profit under Chapter 607 and 621 of the Florida Statutes.

ARTICLE I -- NAME

The name of the Corporation is M.D. ELECTRICAL CONTRACTORS, INC.

ARTICLE II – PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

<u>ARTICLE III – PRINCIPLE OFFICE</u>

The address of the principle office of this Corporation until further notice is: 4840 N.W. 170TH STREET MIAMI, FL. 33055 and the mailing address are same until further notification.

ARTICLE IV - INCORPORATOR

The name and street address of the incorporator of this Corporation is:

WILSET PASCUAL

4840 N.W. 170TH STREET, MIAMI, FL. 33055

ARTICLE V - OFFICERS

President: WILSET PASCUAL

Secretary: WILSET PASCUAL Treasurer WILSET PASCUAL

whose address shall be the same as the principle office of the Corporation.

ARTICLE VI - DIRECTOR(S)

The Director(s) of the Corporation shall be: WILSET PASCUAL

whose address shall be the same as the principle office of the Corporation.

ARTICLE VII - CAPITALIZATION

- 7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **TWO THOUSANDS FIVE HUNDREDS (2,500)** shares of common stock, each share having the par value of **ONE DOLLAR (\$1.00)**.
- 7.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.
- 7.3 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares or its stock of any class, whether or now or hereafter authorized, the securities convertible into shares of its stock of any class, whether now, or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.
- 7.4The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE VIII - SHAREHOLDERS' RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of the shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on the file as the principle office of the Corporation.

ARTICLE IX - POWERS OF THE CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary of convenient to carry out its business and affairs, subject to limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE X – TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE XI - REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have noticed thereof.

<u>ARTICLE XII – REGISTERED AGENT AND REGISTERED OFFICE</u>

The registered agent of this Corporation is WILSET PASCUAL and the address Is 4840 N.W. 170 TH STREET MIAMI, FL. 33055

ARTICLE XIII - BYLAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) ay the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE XIV - EFFECTIVE DATE

These Articles of Incorporation shall be effective at the date Of receipt on Division of Corporation

ARTICLE XV - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment thereto are granted subject to this reservation.

The undersigned Incorporator has executed these Articles of Incorporation under the laws of the State of Florida this ______ day of AUGUST _______ 2003.

INCORPORATOR/ REGISTERED AGENT

Wilsetforwal.

WILSET PASCUAL