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Division of Corporations

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EFFECTIVE DATE  
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To:

Division of Corporations

Fax Number : (850) 205-0381

From:

Account Name : RICARDO MARTINEZ-CID, P.A.

Account Number : 076640001666

Phone : (305) 859-7494

Fax Number : (305) 858-2513

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

RAMIRO CELAYA CORP.

Certificate of Status	1
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**EFFECTIVE DATE**

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**ARTICLES OF INCORPORATION  
RAMIRO CELAYA CORP.**

Article I - Name

The name of this corporation is RAMIRO CELAYA CORP.

Article II - Purpose

This corporation is organized to provide quality construction services, and for all other lawful businesses.

Article III- Capital Stock

This corporation is authorized to issue Five Hundred Thousand (500,000) shares of One and No/100 (\$1.00) Dollars par value common stock.

Article IV - Preemptive Rights

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article V - Initial Principal, Registered Office and Agent

The initial principal address of this corporation is c/o Ramiro Antonio Celaya, 3141 SW 120 Road, Miami, Florida 33175. The name of the initial Registered Agent of this Corporation is Ramiro Antonio Celaya, 3141 SW 120 Road, Miami, Florida 33175.

Article VI - Initial Board of Directors and Officers

This corporation shall have one (1) director initially. The number of directors may either increase or diminish from time to time by the by-laws, but shall never be less than one (1). The initial director of this corporation is Ramiro Antonio Celaya, 3141 SW 120 Road, Miami, Florida 33175, who shall also serve as the initial president, treasurer and secretary of the corporation.

Prepared by: Ricardo Martinez-Cid  
1699 Coral Way, Suite 510, Miami, Florida 33145-2860  
Telephone (305) 859-7494/ Facsimile (305) 858-2513  
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Article VII - Incorporator

The name and address of the person signing these Articles is Ramiro Antonio Celaya, 3141 SW 120 Road, Miami, Florida 33175.

Article VIII - Beginning of Corporate Existence

This corporation shall begin its corporate existence five (5) days before these articles are filed with the State of Florida, Secretary of State.

Article IX - By-Laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

IN WITNESS WHEREOF, the undersigned incorporated has executed these Articles of Incorporated, this January 27, 2004.

  
\_\_\_\_\_  
Ramiro Antonio Celaya

Prepared by: Ricardo Martinez-Cid  
1699 Coral Way, Suite 510, Miami, Florida 33145-2860  
Telephone (305) 859-7494/ Facsimile (305) 858-2513  
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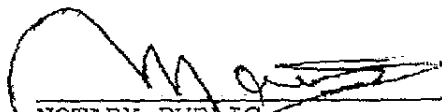
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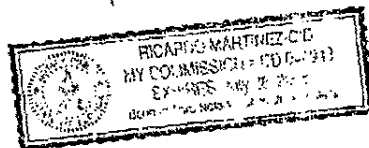
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STATE OF FLORIDA       )  
                                  ) S.S.  
COUNTY OF MIAMI-DADE )

BEFORE ME, the undersigned Notary Public, personally appeared Ramiro Antonio Celaya, who provided his Florida driver's license as identification, and he acknowledged before me that he executed the foregoing articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, Miami-Dade County, Florida, this January 27, 2004.

  
\_\_\_\_\_  
NOTARY PUBLIC  
STATE OF FLORIDA



Prepared by: Ricardo Martinez-Cid  
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CERTIFICATE DESIGNATING THE ADDRESS AND

AN AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

That RAMIRO CELAYA CORP., desiring to organize under the laws of the State of Florida, which will have its principal office in the State of Florida, County of Miami-Dade, has named Ricardo Martinez-Cid, located at 1699 Coral Way, Suite 510, Miami, Florida 33145-2860, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named by the first Board of Directors of

RAMIRO CELAYA CORP.

to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provisions of the Florida Statutes this January 27, 2004.

  
Ramiro Antonio Celaya  
Registered Agent

Prepared by: Ricardo Martinez-Cid  
1699 Coral Way, Suite 510, Miami, Florida 33145-2860  
Telephone (305) 859-7494 / Facsimile (305) 858-2513  
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