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OTHER FILINGS	REGISTRATION/ QUALIFICATION	
Annual Report	Foreign	
Fictitious Name	Limited Partnership	_
Name Reservation	Reinstatement	
	Trademark	
	Other .	Francis de Taitiele

Examiner's Initials



September 9, 2004

### LAZARUS CORPORATE FILING SERVICE

SUBJECT: ANTHONY'S CONSTRUCTION, CORP.

Ref. Number: W04000033800

We have received your document for ANTHONY'S CONSTRUCTION, CORP. 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

### Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6962.

Letter Number: 204A00054031

Valerie Ingram Document Specialist New Filings Section

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

# ARTICLES OF INCORPORATION OF:

ANTHONY'S & DAVID CONSTRUCTION, CORPASEP 14 PM12:51
915 N.W. 1st Avenue #H2714
Miami Florida 33136

### ARTICLE I - NAME

The name of this componation is: ANTHONY'S & DAVID CONSTRUCTION, CORP.

# ARTICLE II. - DURATION

This corporation is to exist perpetually. It shall commerce its existence upon the signing of these Articles of Incorporation by the initial subscribers.

### ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States of America and the laws of the State of Florida.

### ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 (FIVE HUNDRED) shares.

Shares may be issued for such consideration as is determinated from time to time by the stockholders.

This power which is herely reserved unto the stockholders by right, may, and it is hereby delegated, unto the Board of Directors. The Board may issue the shares of this corporation for such consideration as is determined from time to time by the Board, unless and until the stockholders by affirmative action communicate to the Board, in writing, their decision to determine the consideration for the issuance of non-issued or sale of treasury shares. This action by stockholders will not affect prior action by the Board.

The consideration for the issuance of shares or for the disposal of treasury shares may be paid, in whole or in part, in cash on other property, tangille or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of the consideration for which shares are to be issued shall have been received by the corporation, such shares shall be deemed to be fully paid and honassesseable.

## ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which be already holds,

shall have the right to purchase this pro ratashare thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

### ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation 915 N.W. 1rst Avenue #H2714, Miami, Florida 33136 and the name of the initial registered agent of this corporation at that address is ANTONIO MARTIN

### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE(1) Director (s) initially. The number of Directors may be increased or diminished from time to time in such manner as may be prescribed by the By-Laws but shall never be less than one (1).

### ARTICLE VIII - INITIAL DIRECTORS

The name and street address of each of the members of the initial Board of Directors of this corporation is:

Name

Address

ANTONIO MARTIN, PRESIDENT (OWNER 100% OF SHARES)

915 N.W. 1rst Avenue #H2714, Miami Florida 33136

### ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify and hold harmless any person who shall serve at any time hereafter as a Director or Officer of the corporation, and any person who serves at the request of this corporation, as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his baving heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses provided that no person shall be indemnified against, or be reimbursed for any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer, or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled or shall

crything. herein contained restrict the right of the corporation to indemnify on reimburse such person in any proper case even though not specifically herever provided for.

No contract or other transaction between this componation and any other componation, and no act of this componation shall in any way be affected on invalidated by the fact that any of the directors of the comporation are necniarity on otherwise interested in, on are director on officers of such other componation; any director individually, or any firm of which any director may le a memler, may be a party to, or may be pecuniarily or otherwise interested in any contract on transaction of the comproation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to tre Board of Directors of such members thereof as shall be present at any meeting of the Board at which action upon any such contract on transaction shall be taren. and any director of the corporation who is also a director or officer of such other corporation or is so interested may be counted in determining the existence of a quonum at any meeting of the Board of Directors of the componation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with the like force and effect as if he were not such director or officer of such other corporation or not so interested.

### ARTICLE X - REMOVAL OF DIRECTOR

Any director on the entire Board of Directors may be removed, with on without cause, by a vote of the holders of a majority of the shares then entitled to vote at an election of Directors, at a special meeting of shareholders, called expressly for that purpose.

# ARTICLE XI - INCORPORATORS

The name and street address of each subscriber of these Articles of Incorporation is: -

Nane

Address

ANTONIO MARTIN, PRESIDENT

915 N.W. 1st Avenue #H2714, Miami, Florida 33136

# ARTICLE XII - BY-LAWS

The power to adopt, alter, amend, or repeal By-Laws shall be voted in the Board of Directors, By-Laws adopted by the Board of Directors may be repealed or changed and new By-Laws may be adopted by the shareholders, and the shareholders may prescribe in any By-Laws made by them that such By-Laws shall not

· le altered, amended, or repealed by the Board of Directors.

### ARTICLE XIII - POWERS

This componation shall have all powers reccesary on convenient to effect its purposes and enumerated in the Florida General Componation Act.

All componate powers shall be exercised by on under the authority of, and the business and affairs of this componation shall be ammaged under the direction of the Board of Directors.

### ARTICLE XIV - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by war to the stockholders and approved at a stockholders meeting a majority of the stock entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this  $^{7 \, \rm th}$  day of SEPTEMBER of  $^{2004}$ .

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•			PRESIDENT	

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091 Florida Statutes, the following is sulmitted, in compliance with said Act:

First: That ANTHONY'S & DAVID CONSTRUCTION, CORP.

desiring to organize under the laws of the State of Florida
with its principal office, as indicated in the Articles of
Incorporation at City of Miami, County of Dade, State of
Florida, has named ANTONIO MARTIN

located at 915 N.W. 1st Avenue #H2714
city of Miami County of Miami-Dade

State of Florida, as its agent to accept services of process
within this State.

### <u>ACKNOWLEDGEMENT:</u>

Kaving been named to accept service of process for the above stated comporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

REGISTERED AGENT
ANTONIO MARTIN

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