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May 11, 2005

FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS P O BOX 6327 TALLAHASSEE, FLORIDA 32314

# GENTLEMEN:

I ENCLOSE ARTICLES OF INCORPORATION OF TWO BROTHERS ZAMORA DRYWALL, INC OF TAMPA, FLORIDA.

A MONEY ORDER IN THE AMOUNT OF \$70.00 COVERING THE REQUIRED FEE IS ENCLOSED.

> FILING FEE REGISTERED AGENT

\$35.00 35,00 70,00

SINCERELY,

J<del>ORGE</del> ZAMORA 4711 W. WATERS AVE., APT 201 **TAMPA, FL 33614** 

ENCLS:

ARTICLES OF INCORPORATION MONEY ORDER (\$70.00)

ARTICLES OF INCORPORATION
OF
TWO BROTHERS ZAMORA DRYWALL, INC

#### ARTICLES OF INCORPORATION

OF

# TWO BROTHERS ZAMORA DRYWALL, INC

THE UNDERSIGNED SUBSCRIBER, A NATURAL PERSON COMPETENT TO CONTRACT,
FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE LAW OF THE STATE OF
FLORIDA, ADOPTS THE FOLLOWING ARTICLES OF
INCORPORATION FOR SUCH CORPORATION.

#### **ARTICLE I**

NAME: THE NAME OF THE PROPOSED CORPORATION IS TWO BROTHERS ZAMORA
DRYWALL, INC

# **ARTICLE II**

NATURE OF BUSINESS: THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER LAWS OF THE UNITED STATES OF AMERICA AND THE STATE OF FLORIDA, AND ANY AND ALL ACTS OR STATUTES AMENDATORY THEREOF SUPPLEMENTAL THERETO.

# **ARTICLE III**

CAPITAL STOCK: THE TOTAL NUMBER OF SHARES OF STOCK WHICH THE CORPORATION SHALL HAVE THE AUTHORITY TO ISSUE IS 7000 SHARES OF COMMON STOCK AT A PAR VALUE OF \$1.00 PER SHARE. STOCK MAY BE ISSUED BY THE CORPORATION FROM TIME TO TIME FOR SUCH CONSIDERATION AS MAY BE FIXED BY THE BOARD OF DIRECTORS. EACH SHARE OF COMMON STOCK SHALL REPRESENT ONE (1) VOTE.

UPON DISSOLUTION OR LIQUIDATION OF THE CORPORATION, THE HOLDERS OF STOCK SHALL BE ENTITLED TO DISTRIBUTION RATABLY AS THEIR HOLDING MAY APPEAR UPON THE STOCK RECORD OF THE CORPORATION.

## ARTICLE IV

INITIAL CAPITAL: THE AMOUNT OF CAPITAL WITH THE CORPORATION WILL BEGIN BUSINESS IS \$200.00.

#### ARTICLE V

TERM OF EXISTENCE: THIS CORPORATION IS TO EXIST PERPETUALLY.

## **ARTICLE VI**

ADDRESS: THE INITIAL ADDRESS OF THE PRINCIPAL OFFICE OF THE PROPOSED CORPORATION IN THE STATE OF FLORIDA IS 4711 W. WATERS AVENUE, APT. 201 TAMPA, FLORIDA 33614

## **ARTICLE VII**

DIRECTORS: THE NUMBER OF DIRECTORS OF THIS CORPORATION SHALL NOT BE LESS THAN ONE OR MORE THAN THREE.

## **ARTICLE VIII**

ADDRESS OF DIRECTORS: THE NAMES OF THE INITIAL OR FIRST DIRECTORS AND STREET ADDRESS OF THIS CORPORATION WHO IS SUBJECT TO THE PROVISIONS OF THIS CERTIFICATE OF CORPORATION BY BY-LAWS OF THIS CORPORATION AND THE GENERAL LAWS OF THE STATES OF FLORIDA, SHALL HOLD OFFICE FOR THE FIRST YEAR OF EXISTENCE OR UNTIL HIS SUCCESSOR OR SUCCESSORS ARE ELECTED AND QUALIFIED ARE:

JORGE ZAMORA 4711 W. WATERS AVE., APT 201 TAMPA, FL 33614

PRESIDENT & SECRETARY

JUAN GABRIEL ZAMORA 4711 W. WATERS AVE., APT 201 TAMPA, FL 33614 VICE PRESIDENT & TREASURER

#### ARTICLE IX

INCORPORATORS: THE NAME AND ADDRESS OF THE INCORPORATORS AND THE NUMBER OF SHARES OR STOCK WHICH HE HAS AGREED TO TAKE IS:

JORGE ZAMORA 4711 W. WATERS AVE., APT 201 TAMPA, FL 33614 100 SHARES

JUAN GABRIEL ZAMORA 4711 W. WATERS AVE., APT 201 TAMPA, FL 33614

100 SHARES

## ARTICLE X

REGISTERED AGENT AND REGISTERED OFFICE: THE NAME AND STREET ADDRESS OF THE REGISTERED AGENT AND REGISTERED OFFICE IS:

JORGE ZAMORA 4711 W. WATERS AVE., APT 201 TAMPA, FL 33614

## ARTICLE XI

#### OTHER PROVISIONS:

A. THE REGULATION OF THE BUSINESS AND THE CONDUCT OF THE AFFAIRS OF THIS CORPORATION AND PROVISIONS CREATING, DIVIDING
AN LIMITING THE POWERS OF THE CORPORATION AND THE STOCKHOLDERS,
INCLUDING BUT NOT LIMITED TO PROVISIONS GOVERNING THE ISSUE OF STOCK
CERTIFICATES TO REPLACE LOST OR DESTROYED STOCK CERTIFICATES SHALL BE
GOVERNED BY THE BY-LAWS OF THIS CORPORATION WHICH MAY BE MADE AND
ADOPTED BY THE SHAREHOLDERS IMMEDIATELY AFTER ADJOURNING OF THE
ORGANIZATIONAL MEETING. AND THE STOCKHOLDERS SHALL HAVE THE POWER AND
AUTHORITY TO AMEND, MODIFY, CHANGE AND REPEAL BY LAWS OF THE
CORPORATION.

B. NO CONTRACT, ACT OR TRANSACTION OF THE CORPORATION WITH ANY PERSON OR PERSONS, FIRM OR CORPORATION, IN THE ABSENCE OR FRAUD, SHALL BE AFFECTED OR INVALIDATED BY THE FACT THAT ANY OFFICER OR OFFICERS, DIRECTORS OR DIRECTOR OF THE CORPORATION IS A PARTY TO OR ARE THE PARTIES TO OR INTERESTED IN SUCH CONTRACT, ACT OR TRANSACTION OR IN ANY WAY CONNECTED WITH SUCH PERSON OR PERSONS, FIRM OR CORPORATION AND EACH AND EVERY PERSON WHO MAY BECOME A DIRECTOR OR AND OFFICER OF THE CORPORATION IS HEREBY RELIEVED FROM ANY LIABILITY THAT MIGHT OTHERWISE EXIST FROM THIS CONTRACTING WITH THE CORPORATION FOR THE BENEFIT OF HIMSELF OR ANY FIRM.

ASSOCIATION OR CORPORATION IN WHICH HE MAY BE IN ANYWISE INTERESTED.

IN WITNESS WHEREOF, I HAVE SUBSCRIBED MY NAME THIS 11TH DAY OF MAY, 2005

JORGE ZAMORA

JUAN GABRIEL ZAMORA

I HEREBY AND FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION.

JORGE ZAMORA REGISTERED AGENT

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS 11<sup>TH</sup> DAY OF MAY, 2005, BY JORGE ZAMORA, WHO IS PERSONALLY KNOWN TO ME AND WHO DID TAKE AN OATH.

E. TOLEDO COMMISSION NO DD 141269

> EDUARDO TOLEDO NOTARY PUBLIC - STATE OF FLORIDA COMMISSION # DO141280 EXPRES STUDIOSOS BONDED THRU 1-885-NOTARY 1