

JUN-15 2005 16:23

Florida Department of State  
Division of Corporations  
Public Access System

## Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

((H05000149521 3)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

**To:**

Division of Corporations  
Fax Number : (850)205-0381

**From:**

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

FILED  
JUN 16 2005  
TALLAHASSEE, FLORIDA

05 JUN 16 AM 8:39

FILED

**FLORIDA PROFIT CORPORATION OR P.A.**

**QUALCON STRUCTURES INC.**

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing

Public Access Help

JUN-16-2005 16:24

P.02/06

ARTICLES OF INCORPORATION  
OF  
QUALCON STRUCTURES INC.

FILED  
05 JUN 16 AM 8:39  
TALLAHASSEE, FLORIDA

ARTICLE ONE  
NAME

The name of this Corporation shall be:  
QUALCON STRUCTURES INC.

ARTICLE TWO  
NATURE OF BUSINESS

Any lawful business conducted within the laws of the State of Florida

ARTICLE THREE  
TERM OF EXISTENCE

This Corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is:  
JUNE 16 2005

ARTICLE FOUR  
MINIMUM CAPITAL

The amount of capital with which the Corporation shall begin business shall not be less than Five Hundred (\$500.00) Dollars, or such greater amount as may be required by law.

ARTICLE FIVE  
NUMBER OF DIRECTORS

All Directors of this Corporation must be at least eighteen (18) years of age. The stockholders of this Corporation may, from time to time, and at any time, increase or diminish the size of the Board of Directors of this Corporation, provided that the Corporation shall at all times have a minimum of one (1) Director.

H05000149521

**ARTICLE SIX**  
**CLASSES OF DIRECTORS**

The Bylaws of this Corporation may provide that the Directors be divided into two or more classes whose terms of office shall respectively expire at different times, provided that no such term shall continue longer than three (3) years, and provided further that at least one-fourth (1/4) in number of the Directors shall be elected annually.

**ARTICLE SEVEN**  
**AMENDMENT**

This Certificate of Incorporation may be amended in any manner consistent with the laws of the State of Florida.

**ARTICLE EIGHT**  
**CAPITAL STOCK**

This Corporation is authorized to issue shares of stock as follows:

- (a) Designation: The stock of this Corporation shall be known as Common Stock.
- (b) Authorized: The maximum number of shares of Common Stock that this Corporation may issue is: 5,000.
- (c) Par Value: Each share of Common Stock shall have the par value of: \$1.00.
- (d) Consideration: Shares of Common Stock may be issued in exchange for cash, real property, labor or services rendered, or any combination of the foregoing. In the absence of fraud in the transaction, the judgment of the Board of Directors as to the value of any such consideration shall be conclusive.
- (e) Non-assessability: Each share of Common Stock shall be issued in exchange for consideration which is at equal to the par value thereof, and shall be fully paid and non-assessable.
- (f) Voting Rights: Each share of Common Stock shall entitle the record holder thereof to one (1) vote upon each proposal presented at meetings of the stockholders of the Corporation.
- (g) Cumulative Voting: No holder of Common Stock shall be entitled to any right of cumulative holding.

(h) Dividends: Record holders of Common Stock are entitled to receive their pro-rata share of any dividends that may be declared by the Board of Directors out of assets legally available for such purpose.

(i) Liquidation Rights: Holders of Common Stock are entitled, in the event of the liquidation or dissolution of this Corporation to receive their pro-rata share of any assets of this Corporation remaining after payment of all corporate debts and obligations.

**ARTICLE NINE**  
**PRINCIPAL OFFICES OF CORPORATION**


The mailing address of the corporation shall be:

QUALCON STRUCTURES INC.  
20533 BISCAYNE BLVD. # 559  
AVENTURA, FL. 33180

**ARTICLE TEN**  
**REGISTERED OFFICE AND REGISTERED AGENT**

<u>NAME</u>	<u>ADDRESS</u>
JORGE TAPIA	20533 BISCAYNE BLVD # 559 AVENTURA, FL. 33180

I HEREBY AGREE to act as Registered Agent for QUALCON STRUCTURES INC. and I further agree to comply with the provisions of all Florida Statutes relative to the proper and complete performance of my duties.

  
\_\_\_\_\_  
JORGE TAPIA  
(Registered Agent)

**SUBSCRIBER AND INITIAL  
DIRECTORS**

The undersigned individual, competent to contract, execute these Articles of Incorporation as subscriber and initial director. The listed individuals shall hold office as director until HIS successor has qualified, following his/her election or appointment.

Subscriber/Director/President/Treasurer  
(SIXTY SEVEN % SHAREHOLDER)

JORGE TAPIA

20533 BISCAYNE BLVD # 559  
AVENTURA, FL. 33180

Director/ Vice-President/ Secretary  
(THIRTY THREE % SHAREHOLDER)

CHARLES WILSON

6123 170 AVE. NORTH  
LOXAHATCHEE, FL. 33470

IN WITNESS WHEREOF, the undersigned do make, subscribe, acknowledge, and file this Certificate for the purpose of forming a corporation for profit under the laws of the State of Florida.

SIGNED THIS FIRST DAY OF JUNE 2005.

  
JORGE TAPIA, SUBSCRIBER

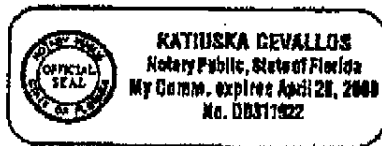
STATE OF FLORIDA     )  
                                  :SS  
COUNTY OF DADE     )

BEFORE ME, the undersigned authority, personally appeared JORGE TAPIA who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation, or produced Fl. State License as identification, and HE acknowledged before me that HE executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Miami, in the STATE OF FLORIDA, THIS JUNE, 2005.

Katuska Cevallos  
NOTARY PUBLIC, State of Florida

Commission, Seal, Printed Name of Notary:



FILED  
05 JUN 16 AM 8:39  
CLERK OF DISTRICT COURT  
STATE OF FLORIDA