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CORPORATE FILING SERVICE 3320 SW 87TH AVENUE MIAMI, FL 33165 (305) 552-5973 Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Pick up time J.00 Certified Copy Mail out Photocopy Certificate of Status Will wait <u>NEW FILINGS</u> **AMENDMENTS** Profit Amendment Not for Profit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger **OTHER FILINGS REGISTRATION/QUALIFICATION** Annual Report Foreign Fictitious Name Limited Partnership Reinstatement Trademark Other

**Examiner's Initials** 

#### ARTICLES OF INCORPORATION

J & J IRON WORK OF SOUTH FLORIDA, CORP. 318 East 47 Street Hialeah Florida 33013

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#### ARTICLE I - NAME

The name of this componation is: J & J IRON WORK OF SOUTH FLORIDA, CORP.

#### ARTICLE II - DURATION

This componation is to exist perpetually. It shall commence its existence upon the signing of these Articles of Incomponation by the initial subscribers.

#### ARTICLE III - PURPOSE

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

#### ARTICLE IV - CAPITAL STUCK

This componation is authorized to issue 500 (FIVE HUNDRED) shares \$1,00 (ONE DOLLAR) per value.

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

This power which is hereby 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, tangible 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 notas.

shall have the night to purchase this pro ratushare thereof (as nearly us 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 componation 318 East 47 Street, Hialeah, Florida 33013

and the name of the intial registered agent of this componation at that address

JOSE GARCIA

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This componation shall have  $\underline{\text{TWO}}$  (2) Director (s) initially. The number of Directors may be increased on diminished from time to time in such marrer 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 Bosma of Directors of this componation is:

Name .	Address
JOSE GARCIA, PRESIDENT	318 East 47 Street, Hialeah, Florida
(OWNER 50% OF SHARES)	33013
JAVIER MILIAN, VICE-PRESIDENT	318 East 47 Street, Hialeah, Florida 33013
(OWNER 50% OF SHARES)	33013

#### ARTICLE IX - INDEMNIFICATION

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

anything herein contained restrict the right of the componation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

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

#### ARTICLE X - REMOVAL OF DIRECTOR

Any director or the entire Board of Directors may be removed, with or 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:

Name
JOSE GARCIA, PRESIDENT
JAVIER MILIAN, VICE-PRESIDENT

Address
318 E 47 St., Hialeah, Florida 33013

318 E 47 St., Hialeah, Florida 33013

#### 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 charged 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 comporation shall have all powers neccessary on convenient to effect is: numposes 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 amnaged 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 the 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 trese Articles of Incorporation this  $27 {
m th}$  day of  ${
m July}$  of  ${
m 2005}$ .

GARCIA, PRESIDENT

TER MILIAN, VICE-PRESIDENT

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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 submitted, in compliance with said Act:

Tinst: That J & J IRON WORK OF SOUTH FLORIDA, 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 JOSE GARCIA

located at 318 East 47 Street County of Miami-Dade State of Florida, as its agent to accept services of process within this State.

#### ACKNOWLEDGEMENT:

Having been named to accept service of process: for the above stated componition, 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 JOSE GARCIA