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## **LAZARUS** CORPORATE FILING SERVICE

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OTHER FILINGS REC	GISTRATION/QUALIFICATION.
	Foreign Limited Partnership Reinstatement Trademark Other

Examiner's Initials

# ARTICLES OF INCORPORATION

The name and mailing address of this corporation shall be

ALUMINUM & MILLWORK ETC., CORP. 5150 S.W. 192nd Terrace South West Ranches Florida 33332-3335

## 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 business permitted under the laws of the United States of America and the laws of the State of Florida.

#### ARTICLE IV - CAPITAL STOCK

This componation is authorized to issue 500 (FIVE HUNDRED) snares.

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 herely delegated, unto the Board of Directors. The Board may issue the shares of this componation 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 horassesseable.

## ARTICLE V - PREEMPTIVE RIGHTS

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

shall have the right to purchase this pro natushare 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 composation.

5150 S.W. 192nd Terrace, S.W. Ranches, Florida 33332

and the name of the initial registered agent of this composation at that address

REYNALDO RODRIGUEZ

## 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 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 componation is:

Name

REYNALDO RODRIGUEZ, PRESIDENT (OWNER 50% OF SHARES)

Address

5150 S.W. 192nd Terrace, S.W. Ranches, Florida 33332

MARGARITA L. RODRIGUEZ, VICE-PRES. (OWNER 50% OF SHARES)

5150 S.W. 192nd Terrace, S. . Ranches, Florida 33332

#### 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 wrich such person shall become subject by reason of his baving heretofore in 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 nights accruing to any person under the foregoing provisions shall not exclude any other night to which he may be lawfully entitled or shall

unything. herein contained restrict the right of the componation to indemnify on reimburse such person in any proper case even though not specifically never provided for.

No contract or other transaction letween this corporation and any other economation, and no act of this componation shall in any way be affected on invalidated by the fact that any of the directors of the componation are necesmanily 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 member, may be a party to, on may be pecuniarily on otherwise interested in any contract on transaction of the corproation, provided that the fact that re on such firm so interested shall be disclosed on shall have been known to tre Board of Directors of such members thereof as shall be present at any meeting of the Doard at which action upon any such contract on transaction shall be taken. will any director of the corporation who is also a director or officer of our ourer 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 comporation which shall authorize any such contract on transaction, and may vote thereat to authorize any such contract on transaction, with the like force and effect as If he were not such director or officer of such other comporation on not so rierested.

## ARTICLE X - REMOVAL OF DIRECTOR

Any director on 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 Inconposation is:

Nume

Address

REYNALDO RODRIGUEZ, PRES.

5150 SW 192 Terrace, S.W.Ranches Florida 33332

MARGARITA L. RODRIGUEZ, VICE-PRES. 5150 SW 192 Terrace, S.W. Ranches Florida 33332

ARTICLE XII - BY-LAWS

The power to adopt, alter, amend, or repeal By-laws shall be voted in the Jourd 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 share-siders may prescribe in any By-Laws made by them that such By-Laws shall not

. he altered, amended, on repealed by the Board of Directors.

### ARTICLE XIII - POWERS

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

All corporate powers shall be exercised by on under the authority of, and the business and affairs of this corporation shall be amraged 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 Bound of Directors, proposed by trem to the stockholders and approved at a stockholders meeting a majority of the stock extitled to vote thereon.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this  $\frac{17}{2}$  day of January of  $\frac{2007}{2}$ .

REYNALDO RODRIGUEZ, EXESIDENT

MARGARITA L. RODRIGUEZ VICE-PRES

#### CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

The name of the corporation is:

ALUMINUM & MILLWORK ETC., CORP.

(must include suffix)

The name and address of the Registered Agent and office is:

REYNALDO RODRIGUEZ

(name)

5150 S.W. 192nd Terrace

(P.O. Box or Mail Drop Box NOT Acceptable)

S.W. Ranches Florida 33332-3335 (City/State/Zip Code)

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointed as Registered Agent and agree to act in this capacity, I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

January 17, 2007
Signature of Registered Agenty Date