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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**MONROE COUNTY DRYWALL, INC.**

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**ARTICLES OF INCORPORATION  
OF  
MONROE COUNTY DRYWALL, INC.**

The undersigned, in order to form a corporation for the purposes hereinafter stated, by and under the provisions of the Statutes of the State of Florida, do hereby subscribe to these Articles of Incorporation.

**ARTICLE I. NAME**

The name of this corporation is:

**MONROE COUNTY DRYWALL, INC.**

**ARTICLE II. DURATION**

This corporation shall have perpetual existence.

**ARTICLE III. PURPOSE**

This corporation is organized for the following purposes:

- a. Of transacting any and all business permitted under the laws of the United States and under the laws of the State of Florida.
- b. To purchase, sell, lease, operate, own, hold, transfer, convey, mortgage, or otherwise encumber, trade, exchange and generally deal in real estate and personal property of every kind, nature and description wheresoever located, both tangible and intangible and including choses in action, either as owner, broker, agent or factor.
- c. In the purchase or acquisition of property, business rights or franchise, or for additional working capital, or for any other objective in or about its business affairs and without limit as to amount; to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, evidence of indebtedness, whether secured by mortgage, pledge, deed of trust or otherwise. The corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.
- d. To engage in any and all lawful activity and to institute, participate in and promote commercial, mercantile, financial and industrial enterprises and operations, and for the

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purpose of transacting any or all lawful business.

#### ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 500 shares of common stock at ten (\$10.00) dollar par value.

#### ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share at the price at which it is offered to others.

#### ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal office of this corporation is: 103301 Overseas Highway, Key Largo, Florida 33037, and the name of the registered agent of this corporation at that address is: ELENA VIGIL-FARIÑAS.

#### ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have TWO director(s) initially. The number of director(s) may be either increased or decreased by the By-Laws adopted by the shareholders but shall never be less

than one. The name(s) and address(es) of the initial director(s) of this corporation is/are:

<u>NAME</u>	<u>ADDRESS</u>
JOSE A. SUAREZ, Pres/Sec	215 Oleander Dr. Tavernier, FL 33070
FRANCISCO RODRIGUEZ, VP/Treas	215 Oleander Dr. Tavernier, FL 33070

#### ARTICLE VIII. INCORPORATION

The name(s) and address(es) of the incorporator(s) is/are:

<u>NAME</u>	<u>ADDRESS</u>
JOSE A. SUAREZ, Pres/Sec	215 Oleander Drive Tavernier, FL 33070
FRANCISCO RODRIGUEZ, VP/Treas	215 Oleander Drive Tavernier, FL 33070

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IN WITNESS WHEREOF, the undersigned have made, subscribed and acknowledged this articles of incorporation on this 28 day of September, 2007.

JOSE A. SUAREZ

FRANCISCO RODRIGUEZ

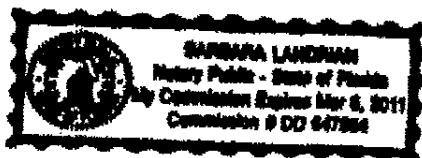
STATE OF FLORIDA )  
COUNTY OF MONROE )

**BEFORE ME** the undersigned authority personally appeared, **JOSE A. SUAREZ and FRANCISCO RODRIGUEZ**, to me to be the person who executed these Articles of Incorporation of **MONROE COUNTY DRYWALL, INC.**, and have acknowledged before me that they executed the same for the purposes expressed herein.

**IN WITNESS WHEREOF**, I have set my hand and affixed my official seal at Key Largo, Monroe, County, Florida, this 28 day of September, 2007.

NOTARY PUBLIC

My commission expires:



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**H 0 7 0 0 0 2 4 8 2 0 1****ACCEPTANCE OF DUTIES OF REGISTERED AGENT**

Having been named to accept service of process for **MONROE COUNTY DRYWALL, INC.**, at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATE: September 28, 2007

SIGNATURE: 

ELENA VIGIL-FARIÑAS, ESQ.

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