

P080000 38215

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

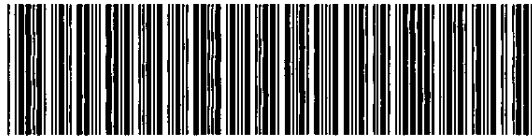
(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



100120925561

03/24/08--01033--004 **78.75

FILED

2008 APR 15 P 4:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APR 15 2008

D. A. WHITE



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 25, 2008

JORGE E MORALES
1620 SW 25TH AVE
APT 7
MIAMI, FL 33145

SUBJECT: PHILADELPHIA ALUMINIUM & IRON CRAFTS, INC.
Ref. Number: W08000015380

We have received your document for PHILADELPHIA ALUMINIUM & IRON CRAFTS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

Please verify the spelling of the word ALUMINIUM throughout the document.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6933.

Dale White
Regulatory Specialist II
New Filing Section

Letter Number: 408A00017692

FILED

ARTICLES OF INCORPORATION

2008 APR 15 P 4:41

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PHILADELPHIA ALUMINUM & IRON CRAFTS, INC.

The undersigned subscriber, desiring to form a corporation under and pursuant to the laws of the State of Florida, for the Purposes hereinafter stated, hereby make, subscribe and Acknowledge before a notary public and file with the Secretary of State of Florida, these Articles of Incorporation, as follows:

ARTICLE I

NAME

The name of this corporation shall be:

PHILADELPHIA ALUMINUM & IRON CRAFTS, INC.

ARTICLE II

DURATION

This corporation is to commence its corporate existence on the date of the filing of these Articles of Incorporation and shall exist perpetually thereafter until dissolved sooner according to law.

ARTICLE III

NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States of America and of The State of Florida.

ARTICLE IV

CAPITAL STOCK

The total subscribed capital stock of this corporation shall consist of Five Hundred (500.00) shares of common stock having a par value of one dollar (\$1.00) per share, which said capital stock shall be payable in lawful money of the United State of America, or in property, labor or service, rendered or to be rendered pursuant to written agreement in accordance with Florida Statutes Chapter 607, at a valuation to be fixed by the shareholders or Board of directors, in the manner provided for by statute.

ARTICLE V

PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorated shares Thereof (as nearly may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED OFFICE & AGENT

The address of the 1620 SW 25 AVE APT 7 MIAMI, FL 33145 and the names of the initial registered agents of this corporation at this address is Jorge E. Morales

ARTICLE VII

DIRECTORS

This corporation shall have Two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1).
The name and address of the initial Board of Directors of this Corporation are:

JORGE E. MORALES
1620 SW 25TH AVENUE APT 7
MIAMI, FL 33145

NEREYDA L. CABRERA
1620 SW 25TH AVENUE #7
MIAMI, FL 33145

The shareholders or directors shall elect a President, Secretary and Treasurer and such other corporate Officers from time to time as deemed advisable. It shall not be necessary for any Officer or director to own stock in the corporation.

ARTICLE VIII
INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

| |
|--|
| <p><u>JORGE E. MORALES</u> 1620 SW 25TH AVENUE APT 7 MIAMI, FL 33145</p> |
|--|

ARTICLE IX
MANAGEMENT

The business of this corporation may be conducted by its Shareholders rather than by the Board of Directors. And managed by the shareholders, then an act authorized by fifty one percent (51%) vote of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall be the act of the shareholders.

ARTICLE X
ELECTION BY A SMALL BUSINESS CORPORATION

This corporation reserves the right to elect to qualify as a "Small business corporation" under Subchapter S of the Internal Revenue Code for income tax purposes.

ARTICLE XI
DIRECTORS QUORUM AND VOTING

A majority of the directors shall constitute a quorum for a meeting of directors. If a quorum is present, the affirmative vote of fifty one percent (51%) of the directors present, or, if a director or directors have abstained from voting because of an interest in the Matter to be voted upon, the affirmative vote of a majority of the directors present and voting, shall be the act of the Board of Directors.

ARTICLE XII

TRANSACTIONS BETWEEN RELATED CORPORATION

No contract or transaction between this corporation and any other corporation or entity shall be affected or invalidated by the fact that any one or more of the directors of this corporation Is or are interested in, or is a director, officer or fiduciary, or are directors, officers or fiduciaries, of such other corporation or entity.

ARTICLE XIII

BYLAWS

In furtherance and not in limitation of the powers conferred by the laws of the State of Florida, the Board of Directors are hereby authorized to adopt, alter, amend or repeal bylaws at their pleasure, so long as such bylaws are in accordance with the laws of the state of Florida.

ARTICLES XIV

SHAREHOLDERS QUORUM AND VOTING

Fifty one (51%) percent of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of the Fifty One (51%) percent of the shares represented at the meeting and entitled to vote on the matter shall be the act of the Shareholders.

ARTICLE XV

INDEMNIFICATION

The corporation shall indemnify any of its agents, officers or directors to the full extent permitted by law.

ARTICLE XVI

AMENDMENTS

This corporation reserves the rights to amend, alter, change or repeal any provision contained herein in the manner now or hereafter prescribed by law, and all rights conferred on Shareholdres herein are granted subject to this reservation.

ARTICLE XVII

PRINCIPAL OFFICE AND MAILING ADDRESS

**The principal office and mailing address for this corporation
Is:**

**1620 SW 25TH AVENUE APT 7
MIAMI, FL 33145**

**IN WITNESS WHEREOF, the undersigned has hereunto set his hand
And seal this WEDNESDAY March 19,2008**



Incorporator: Jorge E. Morales

STATE OF FLORIDA)

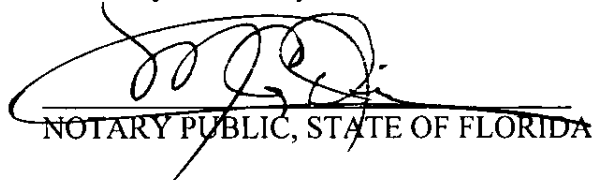
SS.

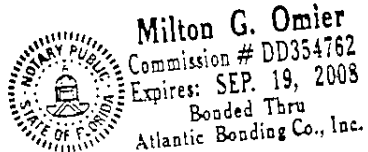
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this Wednesday, March 19, 2008, before
Me, a notary public, authorized in the State and County named
Above to take acknowledgements, personally appeared
JORGE E. MORALES
to me well known to be the person described as
Incorporators, in and who executed the forgoing Articles of
Incorporation, acknowledged before me that he subscribed to these
Articles of Incorporation, and the facts therein are truly set
Forth.

WITNESS my hand and official seal at Miami, Miami- Dade County, Florida,

The year and day aforesaid.


NOTARY PUBLIC, STATE OF FLORIDA



FILED

2008 APR 15 P 4: 41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

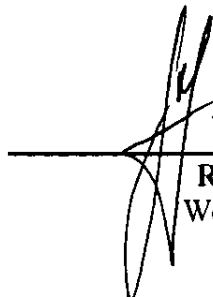
**RESIDENT
CERTIFICATE**

**In pursuant of Chapter 84.0091, Florida Statutes, the following is submitted in compliance with
Said Act:**

**FIRST: That PHILADELPHIA ALUMINUM & IRON CRAFTS, INC.
Desiring to organize under the law of the State of Florida, with its initial
office, as indicated in the Articles of Incorporation, in the city of
Miami, County of Dade, State of Florida, has named Jorge E.
Morales as its agents to accept service of process within this state.**

ACKNOWLEDGEMENT

**Stated corporation, at the place designated in this certificate, I hereby agree to comply with the
provisions of Said Act relative to keeping open Said Office.**



REGISTERED AGENT
Wednesday, March 19, 2008