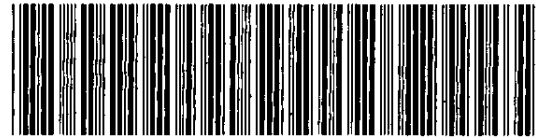


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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CS.6-24

Jorge Du Quesne  
2500 SW 79<sup>th</sup> Court  
Miami, Florida 33155

June 16, 2008

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Fl. 32314

Dear Sir(s):

We hereby enclose this application for registration of a new Corporation.

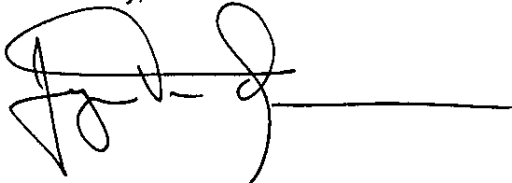
SUBJECT: DuQuesne Engineering Group, Inc.  
Proposed Corporate Name

Enclosed are an original and one (1) copy of the articles of Incorporation and a check for Eighty Seven Dollars and Fifty Cents (\$ 87.50) which includes Filing Fee, Certified Copy, & Certificate of Status.

FROM: Jorge Du Quesne  
Name  
  
2500 SW 79<sup>th</sup> Court  
Address  
  
Miami, Florida 33155  
City, State & Zip  
  
(305) 264-1425  
Daytime telephone number

Thank you.

Sincerely,



Jorge Du Quesne

ARTICLES OF INCORPORATION

OF

*DuQuesne Engineering Group, Inc.*

FILED

2009 JUN 23 PM 1:27

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of this corporation is: *DuQuesne Engineering Group, Inc.*

**ARTICLE II - DURATION**

This Corporation is to exist perpetually. It shall commence its existence upon the filling of these Articles of Incorporation by the Department of State.

**ARTICLE III - PURPOSE**

This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated pursuant to the Florida General Corporation Act and the laws of the United States of America.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue One Hundred (100) shares of common stock with a par value of One Dollar (\$1.00) each.

Shares may be issued for such considerations as is determined 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 or 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 therefore has been paid. When payment 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 nonassessable.

**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 he already holds, shall have the right to purchase his pro rata share 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, AND PRINCIPAL OFFICE**

The street address of the initial registered office of this corporation is *7815 SW 24<sup>th</sup> Street, Suite 109, Miami, Florida 33155* and the name of the initial registered agent of this corporation at that address is *Jorge Du Quesne*. The address of the principal office of this corporation shall be the same as that of the initial registered office.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have one Director initially. The number of Directors may be increased or 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 Board of Directors of this corporation is:

<u>NAME</u>	<u>Address</u>
<i>Jorge Du Quesne</i>	<i>2500 SW 79<sup>th</sup> Court Miami, Florida 33155</i>

**ARTICLE IX - INDEMNIFICATION**

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a Director or officer of this Corporation, and any person who serves at the request of this Corporation, as a Director or officer of any and all claims and liabilities to which such person shall become subject by the reason of his having heretofore or hereafter been a Director or officer of the Corporation, or by reason of any action alleged to have been heretofore or hereafter

taken or omitted by him as such Director or officer, and shall reimburse each such person for all legal and other expenses provided that no person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or Director is liable for negligence or willful misconduct in the performance of his/her duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled nor shall anything herein contained restrict the right of the Corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

No contract or other transaction between this Corporation or any other corporation, and no act of this Corporation shall in any way be affected or invalidated by the fact that a Director or any of the Directors of the Corporation are pecuniarily or otherwise interested in, or are Directors or officers of, such other corporation; any Director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, provided that the fact that he or she or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such 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 so interested, pecuniarily or otherwise, 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 or transaction, with the like force and effect as if he were not such Director or officer of such other corporation or not so interested.

#### **ARTICLE X - REMOVAL OF DIRECTORS**

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:

<u>Name</u>	<u>Address</u>
Jorge DuQuesne	2500 SW 79 <sup>th</sup> Court Miami, Florida 33155

**ARTICLE XII - BY-LAWS**

The power to adopt, alter, amend, or repeal By-laws shall be vested in the Board 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 shareholders may prescribe in any By-law made by them that such By-laws shall not be altered, amended, or repealed by the Board of Directors.

**ARTICLE XIII - POWERS**

This Corporation shall have all powers necessary or convenient to effect its purpose as enumerated in the Florida General Corporation Act.

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this Corporation shall be managed under the direction of the Board of Directors.

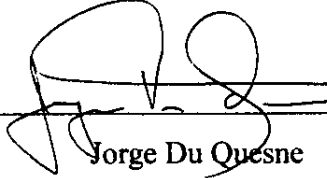
**ARTICLE XIV - DURATION**

This Corporation is to exist perpetually. It shall commence its existence upon the filing of these Articles of Incorporation by the Department of State.

**ARTICLE XV - 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 them to the shareholders and approved at a stockholders meeting by a majority of the stock entitled to vote thereon.

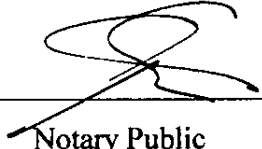
IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation, this 10<sup>th</sup> of June, 2008.

  
\_\_\_\_\_  
Jorge Du Quesne

STATE OF FLORIDA            )  
COUNTY OF MIAMI DADE )

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Jorge Du Quesne, known to me and known by me to be the person who executed the foregoing Articles of Incorporation and they acknowledged before me that they subscribed these Articles of Incorporation.

IN WITNESS THEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 12 day of June, 2008

  
\_\_\_\_\_  
Notary Public



Personally known \_\_\_\_\_

or Produced Identification F.I.D.C. D225.429.51.144.0

Type of Identification Produced: F.I.D.C.

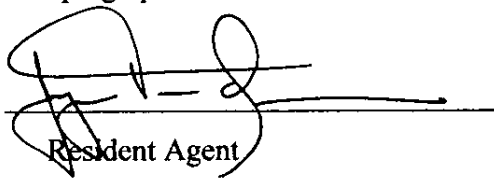
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, That *DuQuesne Engineering Group, Inc.*, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at unincorporated Miami-Dade County, State of Florida, has named Jorge Du Quesne, located at 7815 SW 24<sup>th</sup> Street, Suite #109, Miami, Miami-Dade County, State of Florida 33155, as its agent to accept services of process within this State.

ACKNOWLEDGEMENT:

I, Jorge Du Quesne, having been named to accept service of process for the above stated Corporation, 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.

By   
Resident Agent

Jorge Du Quesne

2009 JUN 23 PM 1:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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