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BUILDING &
DEVELOPMENT, CORP.

OFFICE USE ONLY

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ER(S) (if known):

2. 4354 S.W. 74th Avenue, Miami, Florida 33155 (Document #)
3. (Document #)
4. (Corporation Name) (Document #)
- (Corporation Name) (Document #)
- ☐ Walk in ☐ Pick up time ☐ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
95 FEB -8 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc 2/9/95

Examiner's Initials

Articles of Incorporation of
REMOS BUILDING & DEVELOPMENT CORPORATION

FILED

95 FEB -8 PM 3:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. NAME. The name of this corporation is Remos Building & Development Corporation.

2. DURATION. The period of its duration is perpetual.

3. PURPOSE. The purpose is to engage in any and all lawful activities or business permitted under the laws of the United States and Florida.

4. CAPITAL STOCK. The corporation is authorized to issue 10,000 shares, all of one class, at \$1.00 par value.

5. INITIAL REGISTERED OFFICE AND AGENT. The name and address of the initial registered agent mailing address of this corporation is as follows:

Alejandro Remos
4354 S.W. 74th Ave.
Miami, Florida 33155

6. CUMULATIVE VOTING. In the election of directors of the corporation, the principal of cumulative voting shall apply. In any such election, each stockholder entitled to vote shall have votes equal to the number of his shares with voting rights multiplied by the number of directors to be elected. He may divide and distribute his votes, as so calculated, among any two or more candidates for the directorships to be filled, or he may cast all his votes for a single candidate. A shareholder may, if he desires, cast fewer than all the votes to which he is entitled at any election of directors, but his ballot shall be invalid if the total votes shown thereon are in excess of the total number of votes to which he is entitled.

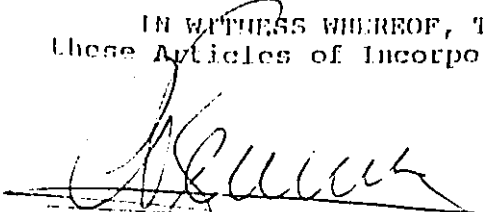
At any such election the candidates receiving the highest number of votes, up to the number of directors to be chosen, shall stand elected, and an absolute majority of the votes cast is not a prerequisite to the election of any candidate to the board of directors.

7. DIRECTORS. This corporation shall have an initial board of directors of one member. The number of members of the board of directors may hereafter be established as part of, and in accordance with, the bylaws of the corporation. The initial member of the corporation is Alejandro Remos, 555 N.E. 15 Street # TH11, Miami, Florida 33122.

8. SHAREHOLDER QUORUM AND VOTING. Only fifty-five percent (55%) of the shares of this corporation entitled to vote thereon shall be required for the authorization of the following: mergers; sale of assets; and dissolution.
9. GREATER VOTING REQUIREMENTS. The affirmative vote of fifty five percent (55%) of the shares of this corporation entitled to vote thereon shall be required for the authorization of the following: mergers; sale of assets; and dissolution.
10. INCORPORATOR. The name and address of the incorporator signing these Articles of Incorporation are: Alejandro Remos, 4354 S.W. 74th Ave, Miami, Florida 33155.
11. BYLAWS. The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the directors.
12. INDEMNIFICATION. The corporation shall indemnify any officer, director, employee, agent, or shareholder, or any former officer, director, employee, agent, or shareholder, to the full extent permitted by law.
13. INFORMAL ACTION OF SHAREHOLDERS. If all the shareholders severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the shareholders.
14. AUTHORITY TO MORTGAGE OR PLEDGE ASSETS. The corporation may not authorize any mortgage or pledge of, or creation of a security interest in, any or all of the property and assets of the corporation for the purpose of securing the payment of performance of any obligation of the corporation, without obtaining shareholder approval of any and each such transaction by the vote or written consent of the holders of fifty five percent (55%) of the shares of the corporation entitled to vote thereon and not otherwise.
15. MEETINGS BY CONFERENCE TELEPHONE. Officers, Directors and Shareholders may participate in meetings by means of conference telephone.
16. AMENDMENT OF ARTICLES. This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

17. PREEMPTIVE AND FIRST REFUSAL RIGHTS. Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into or carrying a right to subscribe for or acquire shares) of any class, kind, or series of stock in this corporation, including shares sold otherwise than for money, that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) calendar days of receipt of a notice in writing from the corporation, stating the prices, terms, and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) calendar days of receipt of notice from the corporation. The right extends, as a "right of first refusal," for the same price being offered by a purchaser, for any shares offered for sale, to anyone, by any shareholder of the corporation. Provided, however, there is no preemptive right with respect to shares issued as compensation to directors, officers, agents, or employees of the corporation or shares issued to satisfy conversion or option rights created to provide compensation to directors, officers, agents, or employees of the corporation.

IN WITNESS WHEREOF, The undersigned incorporator has executed these Articles of Incorporation this 20th day of January, 1995.


Alejandro Remos, Incorporator and
Registered agent, hereby acknowledges
that he is familiar with, and accepts,
the obligations of that position

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, duly authorized in the State aforesaid and in the County aforesaid to administer oaths and take acknowledgements, Personally appeared Alejandro Remon, personally known to me, and who took an oath and executed the foregoing Articles of Incorporation, acknowledging the execution of same for the purposes stated therein, and that the facts stated therein are true and correct.

WITNESS my hand and official seal in the County and State last aforesaid, this 20th day of January, 1995.

Lydia R. Vazquez
Notary Public (signature)
State of Florida, at Large

LYDIA R. VAZQUEZ
Notary Public Name (print)

My Commission Expires:

