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TRANSMITTAL LETTER

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

400001458464
-04/18/95--01022--005
***131.25 ***131.25

SUBJECT: ADVANCED BUILDING DYNAMICS CORP.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check
for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM: JOHN INGENITO
Name (printed or typed)

2220 NW 94 AVENUE
Address

PEMBROKE PINES, FLORIDA 33024
City, State & Zip

(305) 431-2953
Daytime Telephone number

APR 17 1995
FBI

APR 20/95

NOTE: Please provide the original and one copy of the articles.

FILED
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ARTICLES OF INCORPORATION
OF
ADVANCED BUILDING DYNAMICS CORP.

ARTICLE I. NAME.

The name of the Corporation is Advanced Building Dynamics Corp.

ARTICLE II. ADDRESS.

The mailing address of this Corporation shall be 2220 NW 94 Avenue, Pembroke Pines, Florida 33024.

ARTICLE III. DURATION.

The duration of the Corporation shall be perpetual.

ARTICLE IV. PURPOSE.

The purpose of this Corporation, until such time as these Articles of Incorporation are amended, shall be to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE V. CAPITAL STOCK.

The total shares of stock, which the Corporation shall have authority to issue, is 1000 shares of the par value of \$0.01 per share and shall be designated as common stock. All outstanding shares of stock of the Corporation shall confer identical rights to distribution and liquidation proceeds.

Additional shares of common stock may be issued in series from time to time by the Board of Directors, and the Board of Directors is expressly authorized to fix by resolution the voting rights, if any, of the holders of the shares of such series, which may include multiple votes per share.

ARTICLE VI. REGISTERED OFFICE AND AGENT.

The street address of the Corporation's registered office shall be 2220 NW 94 Avenue, Pembroke Pines, Florida 33024 and the registered agent for the Corporation at that address shall be John Ingenito.

ARTICLE VII. BY-LAWS.

The Board of Directors of the Corporation is expressly authorized to adopt, amend or repeal the by-laws of the Corporation. The holders of shares of stock of the Corporation entitled generally to vote in the election of Directors ("Voting Stock") shall, to the extent such power is at the time conferred on them by applicable law, also have the power, by the affirmative vote of not less than 80 percent of the votes entitled to be cast by all then outstanding Voting Stock, voting as a single class, to make, alter, amend or repeal (i) the by-laws of the corporation or (ii) this Article VII of these Articles of Incorporation.

ARTICLE VIII. ELECTIONS OF DIRECTORS.

Elections of directors need not be by written ballot except and to the extent provided in the by-laws of the Corporation.

ARTICLE IX. SHAREHOLDER LIABILITY.

A shareholder of the Corporation shall not be personally liable to the Corporation, its directors, suppliers, or its customers for monetary or other damages due to the actions or operations of the Corporation, its officers, or its directors except to the extent that such exemptions from liability or limitation thereof is not permitted under the Florida Business Corporation Act as currently in effect or as the same may hereafter be amended. No amendment, modification or repeal of this Article IX (including any amendment or repeal of this Article IX made by virtue of any change in the Florida Business Corporation Act after the date hereof) shall adversely affect any right or protection of a shareholder that exists at the time of such amendment, modification or repeal on account of any action taken or failure to act by such shareholder prior to such time.

ARTICLE X. OFFICER LIABILITY.

Officers of the Corporation shall not be personally liable to the Corporation, its directors, shareholders, suppliers or its customers for monetary or other damages due to the actions or operations of the Corporation except to the extent that such exemption from liability or limitation thereof is not permitted under the Florida Business Corporation Act as currently in effect or as the same may be amended. No amendment, modification or repeal of this Article X (including any amendment or repeal of this Article X made by virtue of any change in the Florida Business Corporation Act after the date hereof) shall adversely affect any right or protection of any officer that exists at the time of such amendment, modification or repeal on account of any action taken or any failure to act by such officer prior to such time.

ARTICLE XI. DIRECTOR LIABILITY.

A director of the Corporation shall not be personally liable to the Corporation, its shareholders, suppliers or its customers for monetary damages for breach of fiduciary duty as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Florida Business Corporation act as currently in effect or as the same may hereafter be amended. No amendment, modification or repeal of this Article XII (including any amendment or repeal of the Article XII made by virtue of any change in the Florida Business Corporation Act after the date hereof) shall adversely affect any right or protection of a director that exists at the time of such amendment, modification or repeal on account of any action taken or any failure to act by such director prior to such time.

ARTICLE XII. AMENDMENTS.

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, any other provisions authorized by the laws of the State of Florida at the time in force may be added or inserted, in the manner now or hereafter provided herein or by statute, and all rights, preferences and privileges of whatsoever nature conferred upon shareholders, directors or any other persons whomsoever by and pursuant to these Articles of Incorporation in its present form or as amended are granted subject to the rights reserved in this Article.


ARTICLE XIII INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

JOHN INGENITO
2220 NW 94 AVENUE
PEMBROKE PINES, FLORIDA 33024

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

14 day of APRIL, 19 95.



Signature

Signature

Signature

Articles of Incorporation
Filing Fee - \$35

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 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.

1. The name of the corporation is: ADVANCED BUILDING DYNAMICS CORP.

2. The name and address of the registered agent and office is:

JOHN INGENITO

(Name)

2220 NW 94 AVENUE

(P.O. Box not acceptable)

PEMBROKE PINES, FLORIDA 33024

(City/State/Zip)

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 appointment 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.


(Signature)

4-14-95
(Date)