

P95000046777

June 8, 1995

Department of State
Corporate Records/
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

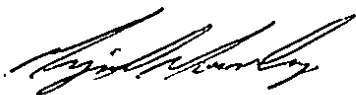
Dear Secretary of State:

800001511138
-06/12/95--01064--016
****122.50 ****122.50

Enclosed find one original and a copy of the Articles of Corporation of: **ALPHA & OMEGA IRON AND ALUMINUM FABRICATORS, INC.**

Also find enclosed a check made payable to the Secretary of State in the amount of \$122.50 which includes the statutory filing fee. Your assistance in establishing the corporation to be known as: **ALPHA & OMEGA IRON AND AMUMINUM FABRICATORS, INC.** is appreciated.

Respectfully,



Miguel Morales
8864B Thumbwood Circle
Boynton Beach, Florida 33436

FILED
JUN 12 PM 3 15
TALLAHASSEE, FLORIDA

SAB
6/15/95

ARTICLES OF INCORPORATION
OF
ALPHA & OMEGA IRON AND ALUMINUM FABRICATORS, INC.

FILED
95 JUN 12 PM 6:15
CLERK OF THE COURT
JACKSONVILLE, FLORIDA

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE ONE

The name of the corporation is: **ALPHA & OMEGA IRON AND ALUMINUM FABRICATORS, INC.** The principle address of the corporation is: 8864B Thumbwood Circle, Boynton Beach, Florida 33436.

ARTICLE TWO

This corporation shall commence its existence upon filing and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

This corporation is authorized to issue 500 shares of No Par Value Common Stock, which shall be designated as "Common Shares". All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

ARTICLE FIVE

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.


ARTICLE SIX

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 prices at which it is offered to others.

ARTICLE SEVEN

The street address and mailing address of the initial principal registered office is: 8864B Thumbwood Circle, Boynton Beach, Florida 33436 and the name of its initial registered agent of this corporation is: Miguel Morales.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Miguel Morales

ARTICLE EIGHT

This corporation shall have at least one director initially with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall by a majority vote, determine that the corporation be managed by the

shareholders. The name and address of the initial director of this corporation is:

Name	Mailing Address
Miguel Morales	8864B Thumbwood Circle Boynton Beach, Florida 33436

ARTICLE NINE

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE TEN

The name and address of the incorporator for this corporation is:

Miguel Morales
8864B Thumbwood Circle
Boynton Beach, Florida 33436


Incorporator: Miguel Morales

ARTICLE ELEVEN

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this 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 this corporation, provided that the fact that he or such firm is so

interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such corporation, or who it is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

ARTICLE TWELVE

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatsoever. The corporation shall have a first lien not the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 8TH day of June, 1995.


Miguel Morales

FILED
95 JUN 12 PM 6 15

P95000046777

August 25, 1995

Department of State
Corporate Records/
Division of Corporations
P.O. Box 6327
Tallahassee, Florida
32314

401-731-0092

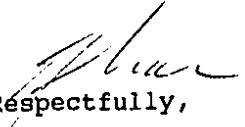
FILED
95 SEP -5 PM 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Secretary of State:

Enclosed find one original and a copy of the Amendment to the Articles of Corporation of: **ALPHA AND OMEGA IRON AND ALUMINUM FABRICATORS, INC.**

Also find enclosed a check made payable to the Secretary of State in the amount of \$35.00, The fee for a name change.

100001582391
-09/12/95--01059--016
*****35.00 *****35.00


Respectfully,

Rafael Arce
President
806 Lantern Tree Lane
W. Palm Beach, Florida 33414

rec'd
9/6

Per Sharon
Add R.A. change
to amendment

N. HENDRICKS SEP - 8 1995

Amend.

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION
OF

ALPHA & OMEGA IRON AND ALUMINUM FABRICATORS, INC.

FILED

95 SEP -6 PM 3:22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: Article Number 1, mailing address
is hereby changed to: 806 Lantern Tree Lane
W. Palm Beach, Florida 33414

Article Number VI - New Board Of
Directors shall now be:
Rafael Arce
806 Lantern Tree Lane
W. Palm Beach, Florida 33414

Article Number VII- New Registered Agent,
see attached certificate.
Article Number IX - the new officers
shall be:
Rafael Arce - President

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: August 28, 1995

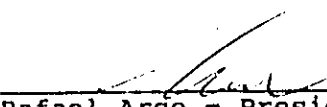
FOURTH: Adoption of Amendment:

- _____ . The amendment was adopted by the incorporators without shareholder action and shareholder action was not required.
- _____ . The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.
- X . The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

..... The amendment was approved by the shareholders through voting groups.

The number of votes cast for the amendment was sufficient for approval by Miguel Morales.
(voting group)

Signed this 25th day of August, 1995

BY: 
Rafael Arce - President

**CERTIFICATE AND ACKNOWLEDGMENT
OF AMENDED REGISTERED AGENT**

CERTIFICATE OF REGISTERED AGENT

OF

ALPHA & OMEGA IRON AND ALUMINUM FABRICATORS, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 806 Lantern Tree Lane, W. Palm Beach, Florida 33414 has named Rafael Arce located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



Rafael Arce