

P95000055442

Ruben A. Gomez
1375 W. Hillsboro Blvd. #131
Deerfield Beach, Florida 33442

July 6, 1995

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

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-07/17/95--01041--001
****122.50 ****122.50

Gentlemen,

Enclosed find Money Order No. 15-227408207 in the amount of \$122.50 to cover the required filing fees to register the corporation which articles are also enclosed.

Very truly yours,


Ruben A. Gomez

rg.
Encl.

FILED
95 JUL 17 11 8:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SHARON L. TALA

JUL 19 1995

ARTICLES OF INCORPORATION
OF
RAGO ENGINEERING CORPORATION

95 JUL 17 11 32 AM
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, desiring to form a corporation under the laws of the State of Florida, does hereby accept all of the rights and privileges, benefits and obligations conferred and imposed by said laws and does hereby adopt the following Articles of Incorporation as the Charter of the Corporation hereby organized.

ARTICLE I
NAME

The name of this Corporation shall be: RAGO ENGINEERING CORPORATION.

ARTICLE II
COMMENCEMENT & DURATION

This Corporation shall commence upon the filing of these Articles of Incorporation with the Florida Department of State, and shall have perpetual existence.

ARTICLE III
PURPOSES & POWERS

This Corporation is organized for the purpose of engaging in all lawful businesses as permitted to a corporation organized under the Florida General Corporation Law, as in effect from time to time, and including but not limited to the following powers and activities:

- a) To practice civil, structural and forensic engineering as permitted by law.
- b) To construct, erect, remove, repair or remodel buildings and structures of all types, for itself and others.
- c) To act as broker, agent or factor for any person, firm or corporation.

- d) To purchase, lease or otherwise acquire real and personal property and leaseholds thereof and interest therein; and to own, hold, manage, develop, improve, equip, maintain and operate and to sell, convey, exchange, lease or otherwise alienate and dispose of and to mortgage, pledge or otherwise encumber any and all such property and any and all legal and equitable rights thereunder and interests therein.
- e) To enter into or become a partner in any agreement for sharing profits, union of interests, cooperation, joint venture or otherwise with any person, firm or corporation now carrying on or about to carry on any business which this Corporation has the direct or incidental authority to pursue.
- f) In general, to do any and all of the acts and things herein set forth, to the same extent as natural persons could do while acting as principals, consultants, factors, agents, contractors, brokers or otherwise, either alone or in company with any entity or individual.

ARTICLE IV CAPITAL STOCK & DIVIDENDS

The amount of Capital Stock authorized shall consist of five hundred (500) shares of common voting stock having a par value of One Dollar (\$1.00) per share, payable in lawful money of the United States of America, or in other tangible or intangible property, or in labor or services actually performed for the Corporation at a just valuation to be fixed by the Board of Directors of the Shareholders of this Corporation. The Capital Stock of the Corporation may be changed at any time as provided by the laws of Florida.

The holders of the outstanding Capital Stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash or or property, solely out of the unreserved and unrestricted earned surplus of the Corporation, as provided by Florida Law.

ARTICLE V INITIAL REGISTERED OFFICE & AGENT

The initial street address of the Corporation is 1375 West Hillsboro Boulevard, Suite 131, Deerfield Beach, Florida 33442.

The street address of the initial registered office of this Corporation is: Suite 131 at 1375 West Hillsboro Boulevard, Deerfield Beach, Florida 33442, and the name of the initial Registered Agent of this Corporation at such address is RUBEN A. GOMEZ.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

Initially, this Corporation shall have one (1) sole Director. The number of directors may be changed by action, in accordance with the provisions of the By-laws. The name and address of the initial Director:

KATELINE M. CUMINS
22485 Arcadia Court
Boca Raton, Florida 33433

ARTICLE VII
INCORPORATOR

Name and address of the Incorporator of this Corporation:

RUBEN A. GOMEZ
Suite 131
1375 W. Hillsboro Blvd.
Deerfield Beach, FL 33442

ARTICLE VIII
POWER OF AMENDMENT

The power to adopt, amend, alter, modify or repeal any provision or provisions contained in the Corporation Bylaws shall be vested in the Board of Directors.

ARTICLE IX
REGULATORY PROVISIONS

For the regulation of business as well as to limit and regulate the powers of the Corporation, its Directors and Shareholders, the following provisions shall apply:

- a) General authority is hereby conferred upon the Board of Directors of the Corporation, except as the Shareholders may otherwise from time to

time provide or direct, to fix the consideration for which the shares of stock of the Corporation shall be issued and disposed of, and to provide when and how such consideration shall be paid.

- b) Meetings of the Incorporator, of the Shareholders and of the Directors of the Corporation, for all purposes, may be held at any place within the State of Florida.
- c) All corporate powers, including the sale, mortgage and pledge of the whole or any part of the corporate property, shall be exercised by the Board of Directors, except as otherwise expressly provided by law.
- d) The Board of Directors shall have power to fix, determine and vary the amount of working capital of the Corporation, and direct and determine the use and disposition of any surplus or net profits over and above the capital stock paid in.
- e) The Board of Directors shall have the power of fixing the compensation by way of salaries, bonuses and/or pensions of the employees, agents, officers and directors, in such form and amount as may seem reasonable in and by their discretion.
- f) Any one or all directors may be removed at any time, either with or without cause, by vote of the Shareholders holding a majority of the stock of the Corporation entitled to vote at any special meeting. A vacancy or vacancies in the Board of Directors is to be filled as provided by the Bylaws.
- g) Any officer or officers of the Corporation may be removed at any time, either with or without cause, by vote of a majority of the Board of Directors.
- h) The Bylaws of the Corporation may be amended or repealed, and additional Bylaws added or adopted by a majority vote of the entire Board of Directors, so long as the proposed action is consistent with any Bylaws priorly adopted by any Shareholders' meeting.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation and hereunto subscribed his name this 30th day of June , 1995.

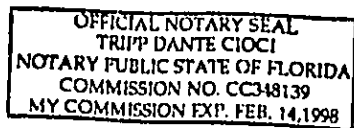

RUBEN A. GOMEZ

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, this day personally appeared RUBEN A. GOMEZ, known to me as the person described in and who subscribed his name to the foregoing Articles of Incorporation for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 30th day of June, 1995.




Notary Public

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

In compliance with Section 48.091 of Florida Statutes, the following is submitted:

FIRST, that RAGO ENGINEERING CORPORATION, desiring to organize or qualify under the Laws of the State of Florida, with its principal place of business in Broward County, State of Florida, has named Mr. Ruben A. Gomez located at 1375 West Hillsboro Boulevard, Suite 131, Deerfield Beach, Florida 33442, as its Agent to accept Service of Process within the State of Florida.

SIGNATURE: 

RUBEN A. GOMEZ

TITLE: Incorporator

DATE:

SECOND, that having been named to accept Service of Process for the above stated corporation, at the place designated in this Certificate, I HEREBY AGREE to act in this capacity, and I FURTHER AGREE to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

SIGNATURE: 

RUBEN A. GOMEZ
Registered Agent

DATE: