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ARTICLES OF INCORPORATION OF

M. I. S. ENGINEERING INC.

We, the undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the Laws of the State of Florida.

ARTICLE I Name of Corporation

1. The name of the Corporation shall be: M. I. S. ENGINEERING INC.

ARTICLE II Nature Of Business

The general nature of the business to be tansacted by this corporation is: Construction Design and Planing, and any other activities or business permitted under de laws of the United States of America and the State of Florida.

To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services, of every class, kind and description except that it is not to conduct a banking safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutaul fire insurance association, cooperative association, fraternal benefit society, state fair exposition.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida, and in all other states and contries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfer of corporate property, or other instruments tu secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III Capital Stock

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is: One Hundred (100) of common stock with a nominal value of \$10.00 per share.

ARTICLE IV Initial Capital

The amount of capital with which this corporation will begin business is not less than Five Hundred (\$500,00) Dollars.

ARTICLE V Term of Existence

This corporation is to exist perpetually.

ARTICLE VI Principal Place of Business

The initial street address in this state of the principal office of this corporation is: 12010 S.W. 6th Street, Miami, Dade County, Florida. The Board of Directors may, from time to time, move the principal office and the mail address to any other address in Florida.

ARTICLE VII <u>Directors</u>

This corporation shall have no less than one director initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders.

ARTICLE VIII **Initial Directors**

The names and street addresses of the members of the first Board of Directors are:

Ignacio Scull

12010 S.W. 6th Street Miami, Fl. 33184

ARTICLE IX **Subscribers**

The names and street addresses of the subscribers of these Articles of Incorporation, the number of shares of stock which they agree to take and the value of the consideration therefore are:

NAME

ADDRESS

SHARES

CONSIDERATION

Ignacio Scull -12010 SW 6th St., Miami, Fl. 33184

100

\$1000.00

ARTICLE X Registered Agent

The initial designation of the registered office of this corporation shall be: 12010 SW 6th Street, Miami, Fl. 33184, and the registered agent shall be:

Ignacio Scull

Pursuant to Florida Statutes Section 607.164, having been named to accept process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Registered Agen

ARTICLE XI Amendment

The 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 stockholders, and approved by the Board of Directors, proposed by them to the stockholders, and approved at the stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, we, the incorp hands and seals this 3rd day of July, 1995	oorators above named, have hereunto set ou 5.
Igransaul-	•
 	

STATE OF FLORIDA)

SS.
COUNTY OF DADE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Ignacio Scull to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 3rd day of July, 1995.

Irene E. Acuna

NOTARY PUBLIC, State of Florida

at Large

My commission expires:

OFFICIAL NOVARY SEAL
PERNE E ACUNA
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC304700
MY COMMISSION EXP. AUG. 2.1997

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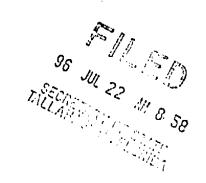
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ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION OF M.I.S. ENGINEERING INC.



Pursuant to the provisions of section 607.1006, Florida Statutes, I, the undersigned, do hereby constitute a majortiy of the Directors named in the Articules of Incorporation of M.I.S. Engineering Inc., a Florida corporation, hereby decide toamend the Article I, as follow:

Article I: Which now reads:

" The name of the corporation shall be: M.I.S. Engineering Inc."

Is hereby amended to read:

"The name of the corporation shall be: M.I.S. Planning and Drafting

Corp."

This Amendment was adopted by me, the sole stockholder and Director of this corporation on 17th day of July, 1996.

In wittness hereof, the undersigned, has executed this Article of Amendment this 17th day of July, 1996;

Ignacio Scull

STATE OF FLORIDA COUNTY OF DADE

The foregoing instrument was acknowledged before me this 17th day of July, 1996 by Ignacio Scull, President of the corporation M.I.S. Engineering Inc., on behalf of the corporation. He is personally know to me.

Irene E. Acuna - Notary Public

My commission expires:

OFFICIAL NOTARY SEAL
IRENE E ACUMA
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC304709
MY COMMISSION EXP. AUG. 2,1937