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TRANSMITTAL LETTER

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

1000001568011  
-00/17/95--01024--004  
\*\*\*\*122.50 \*\*\*\*122.50

SUBJECT: Ferrers Aluminum, INC.  
(Proposed corporate name - must include suffix)

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

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☒ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

Additional Copy Required

FROM:

MAGGIE Ferrer  
Name (printed or typed)

5427 SW 133rd Place  
Address

Miami FL 33176  
City, State & Zip

305)666-2299  
Daytime Telephone number

FILED  
95 AUG 17 PM 3:58  
RECEIVED  
05 AUG 17 AM 9:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATIONS

10/07/95  
8-17-95

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

FILED

ARTICLES OF INCORPORATION  
OF  
FERRER'S ALUMINUM, INC.

95 AUG 17 PM 3:58

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a corporation under the provisions of Chapter 607 of the Florida Statutes, and all Acts amendatory thereto, hereby make, subscribe and acknowledge before a Notary Public and file with the Department of State of Florida, Articles of Incorporation, as follows:

I.

The name of the corporation shall be:

FERRER'S ALUMINUM, INC.

II.

The general nature of the business or businesses to be transacted by this corporation shall be:

(1) To engage in any activity or transact any business under the laws of the United States and of the State of Florida.

(2) To make and enter into all kinds of contracts, agreements and obligations by or with any person or persons, entity or entities, for the purchasing, acquiring, holding, manufacturing and selling or otherwise disposing of, either as a principal or agent, upon commission or otherwise, any articles of personal property whatsoever, and generally with full power to perform any and all acts connected therewith or arising therefrom, or incidental thereto; to act as agent or representative of corporations, firms, entities and individuals.

(3) To buy, sell, deal in, lease, hold, subdivide, improve and develop real property; to establish subdivisions, towns, cities

and villages and to dedicate lands for ways, roads, streets, alleys, sidewalks, parkways, parks and other purposes; and to engage in conduct and carry on any business or undertaking for the improvements of property owned by the corporation or in which it may have an interest; to build, purchase, take, receive, lease or otherwise acquire, own hold, use, maintain, alter, repair and improve, sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of buildings, structures, works, and improvements of all kinds; to plan, establish, furnish, decorate, equip, improve, maintain, lease, sublease, sell, convey, exchange and transfer space, offices, rooms, suites, and apartments; and to manufacture, purchase, or otherwise acquire, own, use, install, maintain, repair, operate and deal in and with, and sell, mortgage, pledge, lease or otherwise dispose of fixtures, improvements and furnishings of all kinds.

(4) To undertake and aid any enterprise and carry out any transactions whatsoever that may be lawfully undertaken and carried out in a general financial business and general financial operations of all kinds so far as the same are not prohibited by the laws of the State of Florida against the exercise of banking powers by corporations; to lend money and to take notes, open accounts, or other similar evidences of debt, and collateral security therefor, and to give credit, lend and advance money to such persons, corporations, partnerships, trust companies, associations and entities as may be deemed advisable by this corporation; upon such terms and securities as may seem expedient to this corporation.

(5) To purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of and encumber the shares of capital stock, of, any bonds, securities or indebtedness of or created by any other corporation or entity of any jurisdiction whatsoever, and while the owner of such security and indebtedness to exercise all the rights, powers and privileges of ownership including without limitation any right to vote.

(6) To purchase, or otherwise acquire, directly or through ownership of stock in any corporation, or through ownership of any type of interest in any entity, all or any part of the business, goodwill, rights, property and assets of all kinds, of any corporation, entity, association, partnership, or individual, and to pay for the same in cash, with the stock of this corporation, bonds or otherwise, and to hold or in any manner dispose of the whole or any part of the property so purchased; and to conduct in any lawful manner the whole or any part of the business so acquired, provided that such business is within the authorization of the said Florida Statutes and any Acts amendatory thereto, and to exercise all the powers necessary or convenient in or about the conducting and management of such business.

(7) To borrow money and contract debts when necessary for the transaction of its business or for the exercise of its corporate rights, privileges or franchises or for any other lawful purpose of this corporation; to issue bonds, promissory notes, bills of exchange, debentures, and other obligations and evidences of indebtedness payable at a specified time or times, or payable upon the happening of a specified event or events, whether secured by

mortgages, pledges, or otherwise, or unsecured, for money borrowed, or for property purchased or acquired, or for any other lawful objects.

(8) To guarantee the obligations of any other entity or person and to encumber the property of this corporation as security for such guarantee.

(9) To purchase, hold, sell and transfer shares of its own capital stock, subject, however, to such limitations as may be provided by law; and provided further that shares of its own capital stock owned by the corporation shall not be voted upon directly or indirectly, nor counted as outstanding, for the purpose of any stockholders' quorum or vote.

(10) To make donations for the public welfare of for charitable, scientific, or educational purposes; to pay pensions and establish various incentive plans for any or all of its directors, officers and employees and for any or all of the directors, officers and employees of its subsidiaries; to be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, joint venture, trust or other enterprise.

(11) To have and to exercise, in addition to any powers enumerated above, all other powers provided by law; and to have and to exercise each and every one of its powers as though it were also a purpose and object of this corporation.

### III.

The corporation shall have perpetual existence.

IV.

The maximum number of authorized shares outstanding at any one time shall be: One hundred shares at \$1.00 per value.

V.

The street address of the initial Registered Office of this Corporation is 5427 S.W. 133rd PLACE, MIAMI, FLORIDA 33176 and the initial Registered Agent of this Corporation at that address is: MAGGIE FERRER.

VI.

The number of Directors constituting the initial Board of Directors shall be: TWO.

The number of Directors may be either increased or diminished (but never to less than one) from time to time in the manner provided by the By-Laws.

VII.

The name and street address of each member of the first Board of Directors of the corporation is as follows:

SERGIO FERRER, 5427 S.W. 133RD PLACE, MIAMI, FLORIDA 33176.

MAGGIE FERRER, 5427 S.W. 133RD PLACE, MIAMI, FLORIDA 33176.

VIII.

No contact or other transaction between this corporation and any other corporation or entity shall be affected or invalidated by the fact that any one or more of the Directors of this corporation is or are interested in, or is a director, officer or fiduciary, or are directors, officer or fiduciaries, of such other corporation or entity.

IX.

The names and street addresses of the first Officers of the corporation are as follows: SERGIO FERRER, President and MAGGIE FERRER, Vice President and Secretary, 5427 S.W. 133RD PLACE, MIAMI, FLORIDA 33176.

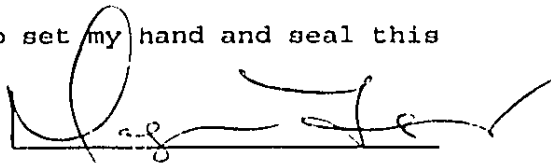
X.

The name and street address of each Incorporator is as follows: MAGGIE FERRER, Vice President, 5427 S.W. 133RD PLACE, MIAMI, FLORIDA 33176.

XI.

The corporation shall indemnify to the full extent permitted by law any officer or director in office when such indemnity is requested and similarly indemnify any former officer or director

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 15th day of August, 1995.

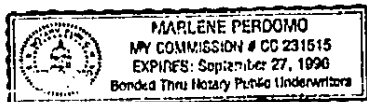


STATE OF FLORIDA     )  
                              )     SS.  
COUNTY OF DADE     )

The foregoing instrument was acknowledged before me this 15th day of August, 1995 by Maggie Ferrer, the incorporator or one of the incorporators executing the foregoing Articles of Incorporation.

My Commission Expires:

  
NOTARY PUBLIC



FILED

ACCEPTANCE OF REGISTERED AGENT

95 AUG 17 PM 3:58

Having been named to accept the Service of Process for the above-stated corporation, at the place stated in ~~SENA~~ ~~133rd~~ ~~Place~~ ~~MIAMI~~ ~~FLORIDA~~ Articles of Incorporation, I hereby accept such ~~133rd~~ ~~Place~~ ~~MIAMI~~ ~~FLORIDA~~ agree to act in said capacity and agree to comply with the provisions of the Corporation Laws of Florida relative to keeping the office of the Corporation open.

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

IN COMPLIANCE WITH SECTION 48,091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

FIRST THAT FERRER'S ALUMINIUM CORPORATION,  
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF  
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI,  
STATE OF FLORIDA HAS NAMED

Maggie Ferrer

LOCATED AT: 5427 S.W. 133rd Place, Miami, Florida 33176.

ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE [Signature]  
Corporation Officer

TITLE VICE-PRESIDENT

DATE August 15<sup>th</sup> 1995.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATF<sup>n</sup> 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.

DATE

8/15/95

SIGNATURE [Signature]  
Maggie Ferrer