

P96000014673

LETTER OF TRANSMITTAL

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

RE: SPD ENGINEERING, INC.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

Santos Santiago

(Individual)

SPD ENGINEERING, INC.

(Name of Corporation)

Mailing Address of Corporation:

2820 S Park Road

Pembroke Park, FL 3300

Phone #: (954) 985-9655

SPD0001712858
-02/12/96--01053--007
***122.50 ***122.50

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96 FEB 12 AM 9:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DMC
2-16-96

ARTICLE OF INCORPORATION

SPD ENGINEERING, INC.

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

SPD ENGINEERING, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ONE HUNDRED shares (100) of ONE DOLLAR (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE & AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME: Santos Santiago
ADDRESS: 2820 S. Park Road
CITY: Pembroke Park, FL 33009

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have THREE (3) directors initially. The number of directors may be either increased or diminished from time to time by-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME: Santos Santiago
ADDRESS: 2820 S. Park Road
CITY: Pembroke Park, FL 33009
NAME: Phil Ames
ADDRESS: 2820 S. Park Road
CITY: Pembroke Park, FL 33009
NAME: Dorothy Young
ADDRESS: 2820 S. Park Road
CITY: Pembroke Park, FL 33009

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME: Santos Santiago
ADDRESS: 2820 S. Park Road
CITY: Pembroke Park, FL 33009
NAME: Phil Ames
ADDRESS: 2820 S. Park Road
CITY: Pembroke Park, FL 33009
NAME: Dorothy Young
ADDRESS: 2820 S. Park Road
CITY: Pembroke Park, FL 33009

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 30 day of January, ~~1996~~.

[Signature] (Seal)
[Signature] (Seal)
[Signature] (Seal)

STATE OF FLORIDA:
COUNTY OF Broward

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

Santos Santiago, Phil Ames & Dorothy Young

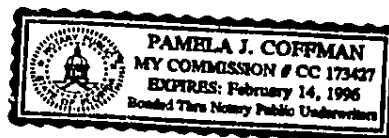
known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledge before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 30 day of January, 1996.

(Notary Seal)

[Signature]
(Notary Public, State of Florida at Large)

My Commission expires:



CERTIFICATE AND ACKNOWLEDGMENT OF REGISTERED AGENT

**CERTIFICATE OF REGISTERED AGENT
OF**

SPD ENGINEERING, INC.

(name of corporation)

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

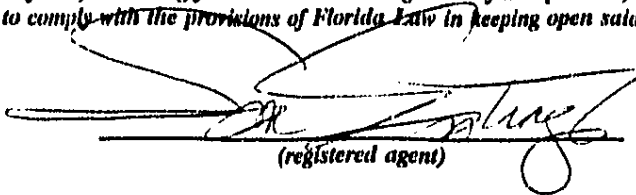
Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

2820 S. Park Road

Pembroke Park, FL 33009

ACKNOWLEDGEMENT

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.


(registered agent)

P96000014673

TO: FLORIDA DEPARTMENT OF STATE

RE: RESIGNATIONS/ SPD ENGINEERING, INC. EIN# 65-0653646

PLEASE PROCESS THE ENCLOSED :

60000 205.3896 - 7
1/10/97 - 00001 - 002
35.00

DOROTHY YOUNG

PHILIP AMES

CHECK IS ENCLOSED FOR \$35.00 AS PER YOUR REQUEST.

DOROTHY C. YOUNG
11660 S. BUDD DRIVE
COOPER CITY, FL 33026

FILED
SECRETARY OF STATE
DIVISION OF RESIGNATIONS
97 JAN 21 PM 1:56

Resign

JAN 21 1997



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 12, 1996

DOROTHY C. YOUNG
11660 S. BUDD DRIVE
COOPER CITY, FL 33026

SUBJECT: SPD ENGINEERING, INC.
Ref. Number: P96000014673

We have received your document for SPD ENGINEERING, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$35.00.

If you have any questions concerning this matter, please either respond in writing or call (904) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 696A00055543

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 21 PM 1:56

12/4/96

CARIBBEAN FIRE & ASSOCIATES, INC.
ATT: Mr. Sam Santiago
3901 SW 47 Ave
Davie, FL

RE: SPD ENGINEERING, INC.

EIN#65-0653646

In regards to the above mentioned corporation, I Dorothy C. Young
am resigning as one of the Directors of said company.

To the best of my knowledge no accounts were ever set-up and no
work under such corporation has taken place. I am not responsible
for anything that might have taken place in my absence.

Sincerely,

Dorothy C. Young
Dorothy C. Young
11660 S. Budd Dr.
Cooper City, FL. 33026

CC: Internal Revenue Service
4300 Carolina Ave
Richmond, VA 23222

cc: *Secretary of State*

P9600014673



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 21, 1997

PHILIP E. AMES
11660 S. BUDD DRIVE
COOPER CITY, FL 33026

SUBJECT: SPD ENGINEERING, INC.
Ref. Number: P96000014673

100002086121--6
-02/13/97--01008--002
*****35.00 *****35.00

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The fee to file your document is \$35.

If you have any questions concerning this matter, please either respond in writing or call (904) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 397A00002871

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 11 AM 9:06

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1/3/97

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FLA. DEPARTMENT OF STATE
P.O. BOX 6327
Tallahassee, FL 32314

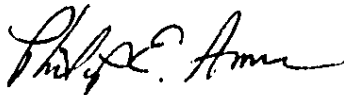
RE: SPD ENGINEERING, INC.
I.D.# 65- 0653646

In regards to the above mentioned corporation , I Philip E. Ames
am resigning from the board of directors.

Please process as soon as possible.

Thank you,

Philip E. Ames



11660 S. Budd Drive
Cooper City, FL 33026