# RODRIGUEZ LANGSTADT & AGUERO

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A Partnership of Professional Associations

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P96075 March 264234

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

Re: ARTICLES OF INCORPORATION OF COMPOSITE & MATRIX DESIGNS, INC.

500001743085 -03/14/96--01059--015 \*\*\*\*122.50 \*\*\*\*122.50

Dear Sir/Madam:

Enclosed please find the Articles of Incorporation of COMPOSITE & MATRIX DESIGNS, INC. Please file the Articles of this corporation and return a certified copy to the undersigned reflecting when the Articles were filed with the State.

Also, enclosed please find my operating account check in the amount of \$122.50, which represents the requisite filing fee and certified copy fee.

Thank you for your cooperation in this matter and should you have any questions, please feel free to contact me.

Very truly yours,

OLIVER J. LANGSTADT

OJL/vas

Enclosures: 1) Articles of Incorp. of COMPOSITE & MATRIX DESIGNS, INC.

2) Check in the amount of \$122.50

#### ARTICLES OF INCORPORATION

OF

#### COMPOSITE & MATRIX DESIGNS, INC.

THE UNDERSIGNED, for the purposes of forming a corporation, under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation.

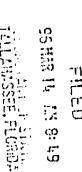
#### ARTICLE ONE

The name of the Corporation is:

COMPOSITE & MATRIX DESIGNS, INC.

#### ARTICLE TWO

The duration of the Corporation is perpetual.



#### ARTICLE THREE

The general purposes for which the Corporation is organized are the following:

- A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.
- B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

#### ARTICLE\_FOUR

The aggregate number of shares which the Corporation is authorized to issue is ONE THOUSAND (1,000) SHARES of common stock. Such shares shall be of a single class and shall be of no par value per share.

#### ARTICLE FIVE

The street address of the initial office of the Corporation is:

12264 S.W. 130 Street Miami Florida 33186

The name of the initial Registered Agent is:

OLIVER J. LANGSTADT

The address of the Registered Agent is:

815 Ponce de Leon Blvd. Suite 200 Coral Gables FL 33134

# ARTICLE SIX

The number of Directors constituting the initial Board of Directors is ONE (1). The number of Directors may be increased or decreased from time to time in accordance with the By-Laws, but shall never be less than one (1). The name and address of each initial Director/Officer of the Corporation is as follows:

Mr. Normand J. Joubert President/Vice President/Secretary/Treasurer 12264 S.W. 130 Street Miami Florida 33186

# ARTICLE\_SEVEN

The name and address of the incorporator is as follows:

Normand J. Joubert 12264 S.W. 130 Street Miami Florida 33186

### ARTICLE EIGHT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amondment thereto, and any right conferred upon the shareholders is subject to this reservation.

#### ARTICLE NINE

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

#### ARTICLE TEN

The power to adopt, alter, amend and repeal the By-Laws shall be vested in the Board of Directors, but all alterations, amendments, and repeals must be approved by a majority of the Shareholders.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 716 day of 1996.

Normand J. Joubert, Incorporator

COUNTY OF DADE	)
The foregoing day of The personally appeared	instrument was acknowledged before me this to 1996, by NORMAND J. JOUBERT who before me at the time of notarization.
My commission expire  RAQUEL FERNANDEZ  My Commission CC318	Sign Liverilla

STATE OF FLORIDA

Expires Sep. 23, 1997 Bended by HAI

Personally Known OR Produced Identification

Type of Identification Produced

Florida DL

# ACCEPTANCE BY DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in the foregoing articles of incorporation, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this T day of MARCH, 1996.

OLIVER J. Registered Agent

LANGSTADT,

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