

P96000071324

AUG-27-96 11:00A GARCIA & AVELLAN, P.A. 447 1280

P.02

8/27/96
9:07 AM

FLORIDA DIVISION OF CORPORATIONS

PUBLIC ACCESS SYSTEM
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TO: DIVISION OF CORPORATIONS FROM: GARCIA & AVELLAN, P.A.
DEPARTMENT OF STATE 306 ALCAZAR AVENUE
STATE OF FLORIDA SUITE 302
409 EAST GAINES STREET CORAL GABLES FL 33134-
TALLAHASSEE, FL 32399 CONTACT: LILIANA V AVELLAN
FAX: (904) 922-4000 PHONE: (305) 447-0026
FAX: (305) 447-1280
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION
OR P.A.

NAME: VIDAL & ASSOCIATES CONSULTING ENGINEERS, INC.
FAX AUDIT NUMBER: H96000011943 CURRENT STATUS: REQUESTED
DATE REQUESTED: 08/27/1996 TIME REQUESTED: 09:07:22
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 2 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER:

105214001016

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96 AUG 27 PM 3:49
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TALLAHASSEE, FLORIDA

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NC 8-27-96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 27, 1996

GARCIA & AVELLAN, P.A.
306 ALCAZAR AVENUE
SUITE 302
CORAL GABLES, FL 33134

SUBJECT: VIDAL & ASSOCIATES CONSULTING ENGINEERING, INC.
REF: W96000017963

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

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Dana Calloway
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FAX Aud. #: H96000011943
Letter Number: 496A00040541

Fax audit No.: H96000011943

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AUG 27 1996
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ARTICLES OF INCORPORATION

OF

VIDAL & ASSOCIATES CONSULTING ENGINEERS, INC.

ARTICLE I - NAME/PRINCIPAL OFFICE ADDRESS

The name of the corporation shall be VIDAL & ASSOCIATES CONSULTING ENGINEERS, INC., and its principal address shall be: 5832 Alton Road, Miami Beach, Florida 33140.

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the State of Florida and the United States of America.

ARTICLE III - SHARES OF STOCK/PAR VALUE

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: One hundred (100) shares at \$.001 value for each share.

ARTICLE IV - REGISTERED AGENT

The following is designated as resident agent for the corporation:

Liliana V. Avellan, Esq.
306 Alcazar Avenue, Suite 302
Coral Gables, Florida 33134

ARTICLE V - DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the By-Laws adopted by the stockholders. The name and address of the initial Director is:

Henry Adams Vidal 5832 Alton Road, Miami Beach, FL 33140

ARTICLE VI - PRE-EMPTIVE RIGHT

Every stockholder shall on the sale for cash of any new stock of the same class as that which he already holds, have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Prepared by:

Liliana V. Avellan, Esq. - Fla. Bar-No. 987735
GARCIA & AVELLAN, P.A.

306 Alcazar Avenue, Suite 302
Coral Gables, Florida 33134

Tel. (305) 447-0026

Fax audit No.: H96000011943

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ARTICLE VII - INCORPORATOR

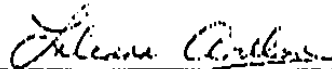
The name and address of the person signing these Articles of Incorporation as incorporator is:

Liliana V. Avellan 306 Alcazar Ave., Ste. 302
Coral Gables, FL 33134

Dated 8-26-96

Liliana V. Avellan
Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I 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 am familiar with and accept the obligations of my position as registered agent.



Liliana V. Avellan
Registered Agent

96 AUG 27 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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May-12-97

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P.01

5/09/97
1:15 PM

FLORIDA DIVISION OF CORPORATIONS

PUBLIC ACCESS SYSTEM
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((H97000007690 5))

TO: DIVISION OF CORPORATIONS
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FAX #:

FROM: GARCIA & AVELLAN, P.A.
105214001016

ACCT#:

CONTACT: LILIANA V AVELLAN
PHONE: (305)447-0026
(305)447-1280

FAX #:

NAME: VIDAL & ASSOCIATES CONSULTING ENGINEERS, INC

AUDIT NUMBER.....H97000007690

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 2

CERT. COPIES.....1

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97 MAY 12 PM 12:51
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Amend.
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97 MAY 12 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 9, 1997

VIDAL & ASSOCIATES CONSULTING ENGINEERS, INC.
5832 ALTON ROAD
MIAMI BEACH, FL 33140

SUBJECT: VIDAL & ASSOCIATES CONSULTING ENGINEERS, INC.
REF: P96000071324

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Darlene Connell
Corporate Specialist

FAX Aud. #: E97000007690
Letter Number: 697A00024947

May-09-97 01:22P GARCIA & AVELLAN, P.A. 447 1280

P.01

5/09/97
1:15 PM

FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS
(904)922-4000

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105214001016

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CONTACT: LILIANA V AVELLAN
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97 MAY -9 PM 1:35

DIVISION OF CORPORATIONS

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97 MAY 12 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT

OF

VIDAL & ASSOCIATES CONSULTING ENGINEERS, INC.

I, the undersigned sole Director, Shareholder and President, hereby make, acknowledge and file these Articles of Amendment for the corporation, under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation shall be changed to:

H. VIDAL & ASSOCIATES, INC.

Its principal place of business and/or mailing address shall remain:

167 N.E. 39th Street
Miami, Florida 33137

ARTICLE II

NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under the Florida Statutes.

ARTICLE III

AUTHORIZATION

These Articles of Amendment are made and entered into, and approved by a majority of the Board of Directors and the Shareholders. The number of votes casted for the amendment by the shareholders were sufficient for approval.

This instrument was prepared by:

William Garcia, Esq.

Florida Bar No.: 843849

Garcia & Avellan, P.A.

306 Alcazar Avenue, Suite 302

Coral Gables, FL 33134-4318

Tel. (305) 447-0026

Fax audit No.: H97000007690

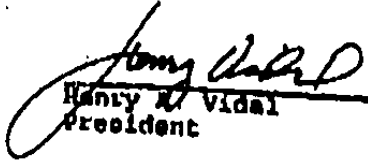
Fax audit NO.: 097000007690

ARTICLE IV

EFFECTIVE DATE

These Articles of Amendment shall be adopted and become effective as of the date hereof.

IN WITNESS WHEREOF, the undersigned incorporation, sole director and President, Henry Adams Vidal, has made and subscribed these Articles of Amendment, at Miami, Florida, for the uses and purposes aforesaid, this 7 day of May, 1997.


Henry A. Vidal
President

Fax audit No.: 097000007690