# CAPITAL CONNECTION, INC. 417/E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 002187043--8 -05/21/97--01102--007 \*\*\*\*122.50 \*\*\*\*122.50 Kemodeling Art of Inc. File\_ LTD Partnership File Foreign Corp. File\_ L.C. File\_\_\_ Fictitious Name File Name Reservation\_ Merger File\_ Art. of Amend. File\_ RA Resignation\_ Dissolution / Withdrawal\_ Annual Report / Reinstatement\_\_\_\_ Cert. Copy\_ Photo Copy\_\_ Certificate of Good Standing\_ Certificate of Status\_ Certificate of Fictitious Name Corp Record Search\_ Officer Search\_ Fictitious Search\_ **Fictitious Owner Search** Signature Vehicle Search\_ Driving Record\_ Requdsted by: UCC 1 or 3 File\_\_\_ UCC 11 Search\_\_\_ Name Date UCC 11 Retrieval

Courier\_

Will Pick Up \_

Walk-In \_\_\_\_\_

# ARTICLES OF INCORPORATION

**OF** 

## LEE'S REMODELING AND CONSTRUCTION, INC.

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

#### ARTICLE I. - NAME

The name of the corporation shall be:

Lee's Remodeling and Construction, Inc.

#### ARTICLE II. - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is 10441 S.W. 186th Street, Miami, Florida, 33157.

# **ARTICLE III. - NATURE OF BUSINESS**

This corporation may engage or transact in any and all lawful activities of business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

#### ARTICLE IV. - CAPITAL STOCK

The maximum number of shares of capital stock which the corporation shall have the authority to issue and have outstanding at any one time shall be 11,000 as follows:

(A) 10,000 shares of common stock having a par value of \$1.00 per share; and

(B) 1,000 shares of preferred stock having a par value of \$1.00 per share. The preferred stock may be issued from time to time in one or more series. The Board of Directors is hereby expressly vested with authority to fix by resolution or resolutions the designations and the powers, preferences in relative, participating, optional or other special rights and qualifications, limitations or restrictions thereof, including, without limitation, any voting powers, dividend rate or rates, conversion rights, redemption prices or liquidation preferences of any series of preferred stock, and to fix the number of shares of any such series (but not below the number of shares thereof then outstanding). In case the number of shares of any such series shall be so decreased, the shares constituting such decrease shall resume the status which they had prior to the adoption of the resolution or resolutions originally fixing the number of shares of such series. The number of authorized shares of any class or classes of stock may be increased or decreased (but not below the number of shares thereof then outstanding) by the affirmative vote of the holders of a majority of the stock of the corporation entitled to vote.

#### ARTICLE V. - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation shall be 890 South Dixie Highway, Miami, Florida 33146, and the name of the initial resident agent of the corporation at that address is Arthur Joel Levine, Esq.

#### ARTICLE VI. - TERM OF EXISTENCE

This corporation is to exist perpetually.

#### **ARTICLE VII. - INDEMNIFICATION**

The corporation shall indemnify its officers, directors and authorized agents or any former officer, director or authorized agent, for all liabilities incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extent permitted under Florida laws existing now or hereinafter enacted.

#### ARTICLE VIII. - PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

#### ARTICLE IX. - BYLAWS

In furtherance and not in limitation of the powers conferred by statute, except as otherwise stated herein, the Board of Directors is expressly authorized to make, alter or repeal the Bylaws of the Corporation (except insofar as the Bylaws of the Corporation adopted by the shareholders shall otherwise provide). Notwithstanding the foregoing and anything contained in these Articles of Incorporation to the contrary, Article II, Section 3 and Article III, Sections 2, 4 and 5 of the Bylaws shall not be altered, amended or repealed, and no provision inconsistent therewith shall be adopted, without an affirmative vote of not less than 80% of the votes to be cast by the holders of all of the

outstanding shares entitled to vote thereon, voting together as a single class.

#### **ARTICLE X. - DIRECTORS**

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one. The names and addresses of the initial directors of the corporation are:

Michael Ray Ravelo President 13015 SW 89<sup>th</sup> Place Suite 124 Miami, Florida 33176

And

Leon La Perle Vice President and Secretary Treasurer 20926 S.W. 124<sup>th</sup> Avenue Road Miami, Florida 33177

#### ARTICLE XI. - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Michael Ray Ravelo, President, 13015 S.W. 89th Place, Suite 124, Miami, Florida 33176

#### ARTICLE XII. - EFFECTIVE DATE

The corporation shall commence on the date of execution and acknowledgment of these Articles.

IN WITNESS WHEREOF, the undersign	ned has hereunto set his hand and seal on this, the
20 day of May	
	M.1102
	Michael Ray Ravelo, Incorporator

Ravelo\Articles.Lee

# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is Lee's Remodeling & Construction, Inc.
- 2. The name and address of the registered agent is:

Arthur Joel Levine, Esq. 890 South Dixie Highway Miami, Florida 33146

Michael Ray Toweb
Michael Ray Ravelo, Incorporator

Date: <u>May 20</u>, 1997

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 the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Arthur Joel Levine, Esq.

Title: Registered Agent

Date: Nay 20 1997

Ravelo\Articles.Lee