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Pobrom Pobrom 7933 Nor TH BA City/State/Zip	Address <u>Vicc 46P</u> , <u>H</u> 3314/ Phone #	60000218816 -05/22/9701070 *****122.50 **** Office Use Only	56)011 **122.50
CORPORATION NA	ME(S) & DOCUMENT NUME	BER(S), (if known):	
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NEW FILINGS	AMENDMENTS		
Profit	Amendment		
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Limited Liability	Change of Registered Agent		
Domestication	Dissolution/Withdrawal		
Other	Merger		\backslash
Annual Report Fictitious Name Name Reservation	REGISTRATION/ QUALIFICATION Foreign Limited Partnership Reinstatement Trademark	Α	[
-	Other	114	
CR2E031(1-95)		Examiner's Initials	26/5-1

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ARTICLES OF INCORPORATION

TATTAHERL. PLORIDA

OF

BUILDING - CLIMBERS, INC.

THE UNDERSIGNED, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation: <u>ARTICLE 1 - Name</u>

The name of the corporation shall be:

BUILDING - CLIMBERS, INC.

ARTICLE II - Duration

The corporation shall exist in perpetuity.

ARTICLE III - Purpose

The general purpose for which the corporation is organized is any and all forms of legitimate businesses allowable under the laws of the United States and of the State of Florida.

ARTICLE IV - Capital Stock

The aggregate number of shares which the corporation is authorized to issue is one hundred (100) shares. Said shares shall be of single class of common stock and shall have a par value of One Dollar (\$1) per share.

ARTICLE V - Stock Certificates

Every holder of shares in this Corporation shall be entitled to have a certificate representing all shares of which he is entitled.

ARTICLES OF INCORPORATION OF: BUILDING - CLIMBERS, INC. Page 2

Certificates representing shares in this corporation shall be signed by the President and the Secretary and may be sealed with the seal of this corporation or facsimile thereof.

The Corporation shall register a stock certificate presented to it for transfer if the certificate is properly endorsed by the holder of record or by his duly authorized attorney.

If the Shareholder shall claim to have lost or destroyed a certificate of shares issued by the Corporation, a new certificate shall be issued upon the making of an affidavit of that fact by the person claiming the certificate of stock to be lost, stolen or destroyed, and at the discretion of the Board of Directors, upon the deposit bond or other indemnity in such amount and with such sureties, if any, as the Board may reasonably require.

ARTICLE VI - Capitalization

The amount of capital with which the corporation will begin business is not less than One Thousand Hundred Dollars (\$1000.00).

ARTICLE VII - Further and Other Powers

The corporation shall have all of the powers given to it by the laws of the United States and of The State of Florida, now and hereafter, and any specific powers of the corporation.

ARTICLE VIII - Board of Directors

This corporation shall have <u>two</u> director(s) initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the By-Laws, but shall never be less than one (1), not more than five (5).

ARTICLE IX - Board of Directors Names

The names and post office address of the members of the First Board of Directors and officers who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

ARTICLES OF INCORPORATION OF: BUILDING - CLIMBERS, INC. Page 3

BOARD OF DIRECTORS

Pedro M. Diaz

Carmela Holloway

7933 West Drive, #921 North Bay Village, FL 33141

8501 NW 8th Street, #309 Miami, FL 33126

OFFICERS

Pedro M. Diaz	President/ Secretary	7933 West Drive, #921 North Bay Village, FL 33141	
Fernando Balanda	Vice President	1100 West Avenue, #403 Miami Beach, FL 33139	
Carmela Holloway	Treasurer	8501 NW 8 th Street, #309 Miami, FL 33126	

ARTICLE X - Subscriber

The name and address of the person signing these Articles of Incorporation is:Pedro M. Diaz7933 West Drive, #921
North Bay Village, FL 33141

ARTICLE XI - Dissolution

The corporation may be dissolved at any time by unanimous written consent of the shareholders. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders, **pro rata**, each shareholder to participate in the distribution in direct proportion to the number of shares held by him or her.

ARTICLES OF INCORPORATION OF: BUILDING - CLIMBERS, INC. Page 4

ARTICLE XII - Preemptive Rights

Every shareholder, upon issuance of any new stock of this corporation of the same kind, shall have the right to purchase his or her own <u>pro rata</u> share at the price at which it is offered to other.

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ARTICLE XIII - Registered Agent and Registered Office

The registered agent of this corporation shall be:

Pedro M. Diaz

The registered office of the corporation shall be:

7933 West Drive, #921 North Bay Village, FL 33141

ARTICLE XIV - Initial Business Address

The initial business address of the corporation shall be:

14 NE 1st Avenue Suite 1407 Miami, FL 33132

IN WITNESS THEREOF, the undersigned incorporators of this corporation have executed these Articles of Incorporation at the City of Miami, County of Dade, State of Florida this 8th day of May, 1997

Bed mony

ARTICLES OF INCORPORATION OF: BUILDING - CLIMBERS, INC. Page 5

> SWORN TO AND SUBSCRIBED before me this 8th day of May, 1997 at Miami, Dade County Florida.

My Commission Expires:

٢. n Maria Maria Jour Ditorrati

Rosancha Hilloway. NOTARY PUBLIC, State of Florida at large

ARTICLES OF INCORPORATION OF: BUILDING - CLIMBERS, INC. Page 6 97 MAY 22 PH 1:55

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE

IN PURSUANCE of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST, that BUILDING - CLIMBERS, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation in the State of Florida, has named Pedro M. Diaz, 7933 West Drive, #921, North Bay Village, FL 33141 as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

HAVING BEEN NAMED to accept service of process for the above stated corporation, at place designated in this certificate, I, Pedro M. Diaz, hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

> Pedro M. Diaz 7933 West Drive, #921 North Bay Village, FL 33141

By: Sula MU Pedro M. Dig