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TRANSMITTAL LETTER

Secretary of State  
Department of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, FL. 32314

SUBJECT: QUINTERO'S SUNSHINE WELDING INC.  
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check for \$122.50.

FROM: GERARDO QUINTERO.  
Name (printed or typed)  
2563 NW 23 ST  
Address  
MIAMI, FLORIDA. 33142  
City, State, & Zip  
(305) 637-5154  
Telephone Number

300002446523--6  
-03/04/98--01028--011  
\*\*\*\*122.50 \*\*\*\*122.50

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. BROCK MAR 04 1998.

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**ARTICLES OF INCORPORATION  
OF  
QUINTERO'S SUNSHINE WELDING , INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, has executed the following document as incorporator of the above corporation, a corporation organized under the laws of the State of Florida, and all rights duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

**ARTICLES I**

The name of this corporation shall be: QUINTERO<sup>5</sup> SUNSHINE WELDING, INC.

**ARTICLES II**

This corporation shall commence existence upon the filing of these articles of I corporation by the Department of State, State of Florida, and shall have perpetual existence.

**ARTICLES III**

The principal place of business and mailing address of this corporation shall be:  
2563 NW 23 ST . MIAMI , FLORIDA 33142

**ARTICLES IV**

The general natura of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have power:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute §607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares of other interests in or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operation, and have offices and exercise the power granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any and all lawful business which the board of directors shall find will be in aid of government policy;

To pay pensions and establish pension plans, profit sharing plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To identify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute §607.014;

## ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 100 shares, having an individual par value of \$1.00

Unless other wise stated on these articles, or in an amendment to these articles, there shall be only one (1) of stock of this corporation.

## ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be:

GERARDO QUINTERO 2563 NW 23 ST MIAMI, FL. 33142

## ARTICLE VII

The initial board of Directors shall consist of a total of person (s) and the name and address of the person (s) who is to serve as an initial director (s) is:

PRES.	GERARDO QUINTERO	2563 NW 23 ST MIAMI, FL. 33142
VIPRES.	MARIAELENA LASTRA	2550 NW 24 ST MIAMI, FL. 33142
TRES.	GERARDO QUINTERO	2563 NW 23 ST MIAMI, FL.. 33142
SEC.	MARIELENA LASTRA	2550 NW 24 ST MIAMI, FL. 33142

## ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:  
GERARDO QUINTERO. 2563 NW 23 ST MIAMI, FL. 33142

The undersigned has executed these Articles of Incorporation this  
this 15 day of FEBRUARY. 1998

*Gerardo Quintero*  
GERAR QUINTERO

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT 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.

First that **QUINTERO'S SUNSHINE WELDING , INC.**  
(Name of Corporation)

desiring to organize under the laws of the State of **FLORIDA**  
(Florida)

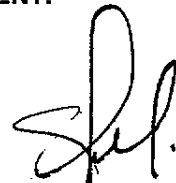
with its principal office, as indicated in the articles of incorporation has named  
**GERARDO QUINTERO .**

located at **MIAMI** , County of **DADE**  
(City) (County)

State of Florida, as its agent to accept service of process within this state.

HAVING SEEN 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 I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE



GERARDO QUINTERO

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TALLAHASSEE, FLORIDA