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

700002518277--8 -05/11/98-01030--011 \*\*\*\*131.25 \*\*\*\*131.25

SUBJECT: MagniTech Consultants, Inc. (Proposed corporate name - must include suffix)					
Enclosed is an original  \$70.00 Filing Fee	and one(1) copy of the article  \$78.75 Filing Fee & Certificate	es of incorporation and a  □\$122.50  Filing Fee & Certified Copy	\$131.25 Filing Fee, Certified Copy		
FROM: _	& Certificate  ADDITIONAL COPY REQUIRED  Elma L. Alvarez  Name (Printed or typed)			98 HAY	
-	P.O. Box 655243  Address  MIAMI, FL 33265-5243  City, State & Zip				

DMC/13/98

NOTE: Please provide the original and one copy of the articles.

### ARTICLES OF INCORPORATION

FILED

MagniTech Consultants, Inc. A FLORIDA CORPORATION AM 8

The undersigned, for the purpose of forming a FORSETTE Corporation under the Florida General Corporation Act, herebyDA makes, subscribes, acknowledges and files the following Articles of Incorporation:

#### ARTICLE I NAME

The name of this corporation is MagniTech, Consultants, In a Florida corporation, and its principal office is located at P.O. Box 655243 MIAMI, FL 33365-5343

## ARTICLE II PURPOSE

This corporation is organized for the purpose of operating and transacting any and all lawful business permitted under the laws of Florida.

## ARTICLE III TERM OF EXISTENCE

This Corporation shall have a perpetual existence.

## ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue \_\_\_\_\_\_ shares of common stock with a par value of \$1.00.

## ARTICLE V PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new common stock of this corporation shall have the right to purchase his prorata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VI REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation and the name of the registered agent of this corporation is Martha E. Gutierrez

1595 S.W 143 CT.

MIAMI, FL 33184-3508

#### ARTICLE VII BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time as prescribed by the bylaws, but shall never be less than one (1). The initial director of this corporation is:

Elma L. Alvarez

Martha E. Gutierrez

Maria Eugenia Hartinez

## ARTICLE VIII

The corporation shall have a President, a Secretary, and a Treasurer and may have additional and assistant officers including, without limitation thereto, one or more Vice Presidents, Assistant Secretaries, and Assistant Treasurers. A person may hold more than one office at one time. Such officers shall be elected by the Board of Directors. The Board may remove any or all of the officers from office, with or without cause, and at such time as the Board may determine. The names and addresses and positions of the persons who serve as the initial officers of the Corporation are as follows:

Elma L. Alvarez, President, Secretary, Treasurer Hartha E. Gutierrez, President, Secretary, Treasurer Maria Eugenia Martinez, President, Secretary, Treasurer

## ARTICLE IX INCORPORATOR

The name and address of the person signing these articles is:

Elma L. Alvarez, P.O. Box 655243, MIAHI, FL 33265-5243 Marthu E. Gutierrez, P.O. Box 655243, MIAHI, FL 33265-5243 Maria Engenic Martinez, P.O. Box 655243, MIAHI, FL 33265-5243

## ARTICLE X INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

#### ARTICLE XI BYLAWS

The Bylaws may be repealed or amended, and new Bylaws may be adopted, by either the Board of Directors or the Stockholders, but the Board of Directors may not amend or repeal any Bylaw adopted by Stockholders if the Stockholders specifically provide such Bylaw is not subject to amendment or repeal by the Directors.

## ARTICLE XII AMENDMENT OF THE ARTICLES OF INCORPORATION

These articles may be amended, altered, modified or revoked only upon the vote of the majority of the shareholders.

MIN WITNESS WHEREOF I have subscribed my name this AH day of

STATE OF FLORIDA

SS:

COUNTY OF DADE

The foregoing instrument was acknowledged before me this 67 t day of 1948, by MALTHA E-GUNERLEZ, as incorporator of MACNITECH CONSULTANTS INC, a Florida corporation, on behalf of the corporation. He is personally known to me or who has produced, as identification.

NOTARY PUBLIC-STATE OF FLORIDA

L. LLAND

At Large

My Commission Expires:

Ana L. Liano

Notary Public, State of Florida

Commission No. CC 642832

My Commission Exp.04/28/2001

Bonded Through Fla. Notary Service & Bonding Co.

#### ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process of the above-styled corporation, at the office stated above, I hereby accept to act in the capacity of Registered Agent and agree to comply with the provisions relative to keeping said office open.

Registered Agent