

P98000059349

TRANSMITTAL LETTER

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

700002578857-4  
-07/02/98--01038--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Date : 06/22/1998

Subject : Berlin Engineering & Management Consulting, Inc. ( proposed corporate name )

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

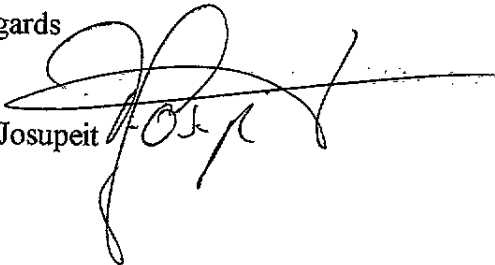
☐ \$ 78.75 Filing Fee & Certificate

FROM : Torsten Josupeit  
1100 Sixth Avenue South, Suite 229  
Naples, FL 34102

Please send the certificate and the articles to my address.

Best Regards

Torsten Josupeit



FILED  
98 JUL -2 AM 11:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**BERLIN ENGINEERING & MANAGEMENT CONSULTING , INC.**

The undersigned incorporater hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

**ARTICLE I - NAME**

The name of this corporation shall be :

**BERLIN ENGINEERING & MANAGEMENT CONSULTING , INC.**

The address of the principal office of this corporation shall be **1100 Sixth Avenue South , Suite 229 , Naples , Florida 34102** and the mailing address of the corporation shall be 1100 Sixth Avenue South , Suite 229 , Naples , Florida 34102 .

**ARTICLE II - NATURE OF BUSINESS**

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

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 3,000 shares of common stock having \$ 1,000 par value per share .

**ARTICLE IV - ADDRESS**

The street address of the initial registered office of the corporation shall be 1100 Sixth Avenue South , Suite 229 , Naples , Florida 34102 , and the name of the initial registered agent of the corporation is Torsten Josupeit .

**FILED**  
**98 JUL -2 AM 11:43**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

#### **ARTICLE V - TERM OF EXISTENCE**

This corporation is to exist perpetually.

#### **ARTICLE VI - PREEMPTIVE RIGHTS**

The corporation elects to have preemptive rights.

#### **ARTICLE VII - DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have **two (2)** Directors, initially. The number of Directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of Directors be less than one or more than five. The name and street address of the initial member of the Board of Directors is:

**Ronald Wozniak  
Gutzmannstrasse 5  
15755 Teupitz  
Germany**

**and**

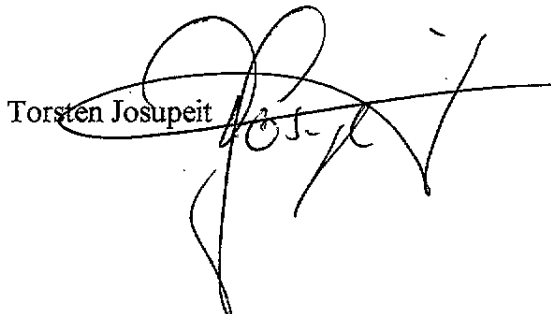
**Rolf Homeyer  
Baderring 02  
03205 Calau  
Germany**

#### **ARTICLE VIII - INCORPORATORS**

The names and street address of the persons signing these Articles of Incorporation is :

**Torsten Josupeit  
1100 Sixth Avenue South, Suite 229  
Naples, Florida 34102**

Torsten Josupeit

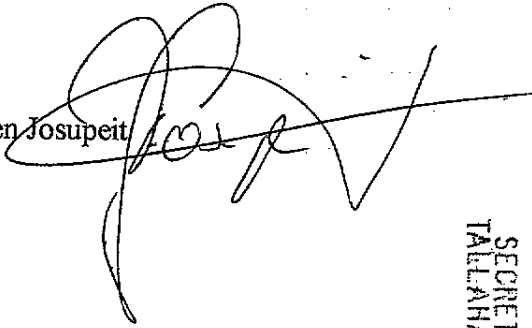
A handwritten signature in black ink, appearing to be 'T. Josupeit', written over a horizontal line.

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN**

**ARTICLES OF INCORPORATION**

Torsten Josupeit, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above foregoing Articles, is familiar with and accepts the obligation of the position of Registered Agent under Section 607.0505, Florida Statute.

Torsten Josupeit

A large, stylized handwritten signature in black ink, appearing to be 'Torsten Josupeit', written over the printed name.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 JUL -2 AM 11:43

**FILED**