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Florida Department of State  
Division of Corporations  
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## FLORIDA PROFIT CORPORATION OR P.A.

A. &amp; G. CARPPENTRY, INC.

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ARTICLES OF INCORPORATION  
OF  
A. & G. CARPENTRY, INC.

We, the undersigned, all of whom are of legal age, do hereby associate ourselves for the purposes of becoming a Corporation under the Laws of the State of Florida authorizing the formation of Corporations.

ARTICLE I - NAME

The name of this corporation shall be:

A. & G. CARPENTRY, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence and may engage in any activity or business permitted under the Laws of the United States of America and of the State of Florida.

ARTICLE III - PURPOSE

This corporation is organized for the following purposes:

- a) Any and all legal business within the State of Florida and within the United States of America.
- b) To conduct all and every performances as a building construction, remodelings, plastering, etc.
- c) To conduct business in, have one or more offices in, buy, hold mortgage, sell, convey, lease or otherwise dispose of Real Properties, including franchises, Patents, Copy-Wrights, Trademarks, and Licenses in the State of Florida and in all other States, Districts, Territories, Countries or Colonies.
- d) To contract debts, and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgage, transfers or corporate indebtedness as required.

Prepared by: Jesus Valdez Acet.  
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e) To purchase the corporate Assets of any other Corporations and engage in the same or other character of business.

f) To acquire by purchase, subscriptions or otherwise and to receive, hold, own, guarantee, sell, assign, exchange, underwrite, transfer, mortgage, pledge or otherwise dispose of or deal in and with any of shares of the Capital Stocks or any voting trust, certificates in respect of the shares of Capital Stocks, warrants, rights, bonds, debentures, notes, and other securities, obligations, chose in action and evidence of indebtedness or interest issued or created by any Corporation, joint stock companies, syndicates, associations, firms, trusts, or persons, public or private, or by the government of the United States of America, or by any foreign government, or by any State, territory, province, municipality or other political subdivision or by any government agency, and as owner thereof, to possess and exercise all of the rights, powers and privileges of ownership, including the rights to execute consents and rights to vote thereon, and do any of all acts and things necessary or advisable for the prevention, protection, improvement, and enhancement in value thereof.

g) In general, to carry on any other business in connection with the foregoing, and to have and exercise all of the powers conferred by the laws of Florida upon Corporations formed under its laws, and do any of all things hereinabove set forth to the same extent as natural persons might or could do.

#### ARTICLE IV - POWER

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

#### ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue ONE HUNDRED (100) shares of ONE DOLLAR (\$1.00) par value each common stock, which shall be designated "Common Shares".

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ARTICLE VI - PREEMPTIVE RIGHTS

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

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street and address of the initial office, which at same time is the mailing address of this corporation is 7225 West 11th Court Suite 204 in the City of Hialeah, Florida 33014, and the name of the initial registered agent is JOSE C. GONZALEZ.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) Director initially. The number of directors may be increased or diminished from time to time by the BY-LAWS. The name and address of the initial director of this Corporation until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
JOSE C. GONZALEZ Pres.-Sec.-Treas.	7225 West 11th Court No. 204 Hialeah, Florida 33014

ARTICLE IX - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

The private property of the shareholders of this corporation shall not be subject to the payment of the corporate debts in any extent whatever. The corporation shall have a first lien on the shares of its members and upon the dividends due them for any indebtedness of this Corporation.

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No person shall be required to own, hold or control stock in this corporation as a condition precedent to holding an office in the Corporation.

IN WITNESS WHEREOF, the undersigned as executed these Articles of Incorporation this 3rd day of February, 1999.

*x José C. Gonzalez*

JOSE C. GONZALEZ —  
Pres.—Secr.—Trea.

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STATE OF FLORIDA )  
 )SS  
COUNTY OF DADE )

BEFORE ME, a notary public, authorized to take acknowledgements in the State and County set forth above, personally appeared JOSE C. GONZALEZ, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 3rd day of the month of February, 1999.



"OFFICIAL SEAL"  
Jesus Valdes  
My Commission Expires 5/20/2000  
Commission #CC 556086

NOTARY PUBLIC  
State of Florida at Large

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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MY COMMISSION EXPIRES:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR A. & G. CARPENTRY, INC., AT THE PLACE DESIGNATED IN THE FOREGOING ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNED THIS 3RD DAY OF FEBRUARY, 1999.

+ Jose C. Gonzalez  
JOSE C. GONZALEZ  
RESIDENT AGENT

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