

P99000022374

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H99000005816 6)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850) 922-4001

From:
Account Name : RICARDO MARTINEZ CID, P.A.
Account Number : 076640001666
Phone : (305) 859-7494
Fax Number : (305) 858-2513

FILED
89 MAR 10 AM 7:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

PRBYC USA CORP.

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$70.00

F. CHESSER MAR 11 1999

FLORIDA BAR NO. 157029 / AUDIT NUMBER: HH99000005816 6

ARTICLES OF INCORPORATION
PRABYC USA CORP.

Article I - Name

The name of this corporation is PRABYC USA CORP.

Article II - Purpose

This corporation is organized to act as a subsidiary and representative of PRABYC INGENIEROS LTD., a corporation organized and existing under the laws of the Republic of Colombia, in the quality construction, restoration and building management services, and for all other lawful businesses and for all other lawful businesses.

Article III- Capital Stock

This corporation is authorized to issue Ten Thousand (10,000) shares of One and No/100 (\$1.00) Dollar par value common stock.

Article IV - Preemptive Rights

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

Article V - Initial Principal, Registered Office and Agent

The initial principal address of this corporation is Camilo Barberi of 21205 NE 37th Avenue #410, Aventura, Florida 33180. The name of the initial Registered Agent of this corporation is Camilo Barberi of 21205 NE 37th Avenue #410, Aventura, Florida 33180.

Article VI - Initial Board of Directors and Officers

This corporation shall have five (5) directors initially. The number of directors may either increase or diminish from time to time by the by-laws, but shall never be less than one (1). The

Prepared by: Ricardo Martinez-Cid
1699 Coral Way, Suite 510, Miami, Florida 33145
Telephone (305) 859-7494/ Facsimile (305) 858-2513
FLORIDA BAR NO. 157029 / AUDIT NUMBER: HH99000005816 6

FILED
99 MAR 10 AM 7:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA BAR NO. 157029 / AUDIT NUMBER: HH99000005816 6

initial five (5) directors of this corporation are Camilo Barberi, of 21205 NE 37th Avenue #410, Aventura, Florida 33180, Ricardo Diaz, whose local address is 21205 NE 37th Avenue #410, Aventura, Florida 33180, Carlos Alberto Barberi of Bogota, Colombia, whose local address is 21205 NE 37th Avenue #410, Aventura, Florida 33180, Claudia Gonzalez of Bogota, Colombia, whose local address is 21205 NE 37th Avenue #410, Aventura, Florida 33180, and Diego Prada of Bogota, Colombia, whose local address is 21205 NE 37th Avenue #410, Aventura, Florida 33180, who shall also serve respectively as the initial president, treasurer/secretary, the three (3) vice-presidents of the corporation.

Article VII - Incorporator

The name and address of the person signing these Articles is Camilo Barberi of 21205 NE 37th Avenue #410, Aventura, Florida 33180.


Article VIII - Beginning of Corporate Existence

This corporation shall begin its corporate existence five (5) days before these articles are filed with the State of Florida, Secretary of State.

Article IX - By-Laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

IN WITNESS WHEREOF, the undersigned incorporated has executed these Articles of Incorporated, this March 10, 1999.



Camilo Barberi

Prepared by: Ricardo Martinez-Cid
1699 Coral Way, Suite 510, Miami, Florida 33145
Telephone (305) 859-7494/ Facsimile (305) 858-2513
FLORIDA BAR NO. 157029 / AUDIT NUMBER: HH99000005816 6

Prepared by: Ricardo Martinez-Cid
1699 Coral Way, Suite 510, Miami, Florida 33145
Telephone (305) 859-7494/ Facsimile (305) 858-2513
FLORIDA BAR NO. 157029 / AUDIT NUMBER: HH99000005816 6

FLORIDA BAR NO. 157029 / AUDIT NUMBER: HH99000005816 6

CERTIFICATE DESIGNATING THE ADDRESS AND
AN AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

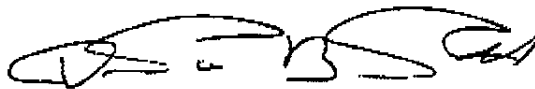
That PRABYC USA CORP., desiring to organize under the laws of the State of Florida, which will have its principal office in the State of Florida, County of Miami-Dade, has named Camilo Barberi, located at 21205 NE 37th Avenue #410, Aventura, Florida 33180, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named by the first Board of Directors of

PRABYC USA CORP.

to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provisions of the Florida Statutes this March 10, 1999.



Camilo Barberi
Registered Agent

Prepared by: Ricardo Martinez-Cid
1699 Coral Way, Suite 510, Miami, Florida 33145
Telephone (305) 859-7494/ Facsimile (305) 858-2513
FLORIDA BAR NO. 157029 / AUDIT NUMBER: HH99000005816 6

FILED
99 MAR 10 AM 7:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA