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

**MICHELLO-KOHLI, JOINT VENTURE, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 MAY 28 AM 10:26

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ARTICLES OF INCORPORATION

OF

MICHELLO - KOHLY, JOINT VENTURE, INC.

The undersigned, for the purpose of forming a corporation under the FLORIDA GENERAL CORPORATION ACT, hereby adopts the following Articles of Incorporation:

ARTICLE ONE  
NAME

The name of this corporation is: MICHELLO - KOHLY, JOINT VENTURE, INC.

ARTICLE TWO  
PRINCIPLE ADDRESS

The principle address of the Corporation is 12227 S.W. 131 AVENUE, MIAMI, FLORIDA 33186

ARTICLE THREE  
DURATION

The term of existence of the corporation is perpetual.

ARTICLE FOUR  
PURPOSE

The corporation may transact any and all lawful business for which corporation may be incorporated under the laws of the State of Florida.

- a. Any and all legal business for construction at Patrick Air Force Base.

ARTICLE FIVE  
CAPITAL STOCK

The maximum number of shares which the corporation has authority to issue is one thousand (1000), all of which shall be common shares with a par value of One Dollar and no/cents (\$1.00) each.

ARTICLE SIX  
REGISTERED OFFICE

The street address of the initial registered office of the corporation shall be 4211 N.W. 2<sup>nd</sup> Terrace, Miami, Florida 33126, and the name of the initial Registered Agent at such address is:

ABEL I. BATISTA, P.A.

I DO HEREBY ACCEPT THE POSITION OF REGISTERED AGENT:

  
ABEL I. BATISTA

Prepared by:  
Abel I. Batista  
Fla. Bar No. 817211  
4211 N.W. 2<sup>nd</sup> Terrace  
Miami, Florida 33126

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**ARTICLE SEVEN**  
**PRE-EMPTIVE RIGHTS**

The shareholders shall have pre-emptive rights.

**ARTICLE EIGHT**  
**DIRECTORS**

7.01 The Board of Directors of the corporation shall consist of a least one (1) member.

7.02 The names and addresses of the initial directors of the first Board of Directors shall be as follows:

<u>Name:</u>	<u>Address:</u>
EDUARDO GANDOLFO	12227 S.W. 131 Avenue Miami, Florida 33186
EUGENE KOHLY	12227 S.W. 131 Avenue Miami, Florida 33186

**ARTICLE NINE**  
**OFFICERS**

The names and addresses of the first officers of the corporation, shall be as follows:

<u>Office:</u>	<u>Name:</u>	<u>Address:</u>
CEO/President	Eduardo Gandolfo	12227 S.W. 131 Avenue Miami, Florida 33186
Vice President	Eugene Kohly	12227 S.W. 131 Avenue Miami, Florida 33186
Secretary	Maria D. Noriega	12227 S.W. 131 Avenue Miami, Florida 33186
Treasurer	Bernardo Soto, Jr.	12227 S.W. 131 Avenue Miami, Florida 33186

Prepared by:  
Abel I. Batista  
Fla. Bar No. 817211  
4211 N.W. 2<sup>nd</sup> Terrace  
Miami, Florida 33128

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ARTICLE TEN  
INCORPORATOR

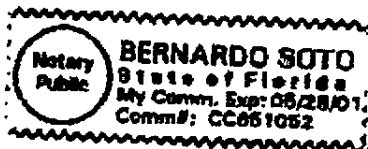
The name and address of the incorporator is:

Name:Address:

Eduardo Gandolfo

12227 S.W. 131 Avenue  
Miami, Florida 33186IN WITNESS WHEREOF, I have subscribed my name this 27<sup>th</sup> day of May  
1999.  
EDUARDO GANDOLFOSTATE OF FLORIDA  
COUNTY OF DADEBefore me, the undersigned authority, personally appeared, EDUARDO GANDOLFO, who  
identified himself by Florida Driver's License G 534-201-57-040, and certifies the  
above is true and accurate.Dated on this 27<sup>th</sup> day of May, 1999.  
Notary Public State of Florida

My Commission Expires:

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDAPrepared by:  
Abel I. Batista  
Fla. Bar No. 817211  
4211 N.W. 2<sup>nd</sup> Terrace  
Miami, Florida 33126

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