

P99000053966

ANDALUSIA IRON WORKS, INC.
7301 SW 45TH STREET, SPACE # 7
MIAMI, FLORIDA 33155

May 14th, 1999

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-05/26/99--01096--007
*****78.75 *****78.75

Florida Department of State
Secretary of State
Division of Corporation
New Filing Section
P.O. Box 6327
Tallahassee, Florida 32314

Attached you will find the article of incorporation with the proper
required registration fees for :

ANDALUSIA IRON WORKS, INC.

Mailing Address: 13132 SW 57th, Terrace
Miami, Fl. 33183-1223

Should you have any question or require additional information,
please feel free to contact me.

Sincerely,

Hatem Bamieh

Hatem Bamieh
President.

~~305-264-3438~~

W-12650
7 29722

Hatem
CONFIDENTIAL
DATE 5/14/99
DOC. EXAM *[Signature]*

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JUN 14 AM 7:49

FILED

6/15/99



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 1, 1999

ANDALUSIA IRON WORKS, INC.
ATTN: HATEM BAMIEH
13132 SW 57TH TERRACE
MIAMI, FL 33183-1223

SUBJECT: ANDALUSIA IRON WORKS, INC.
Ref. Number: W99000012650

We have received your document for ANDALUSIA IRON WORKS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The registered agent and street address must be consistent wherever it appears in your document.

Please note that if the mailing address is different than the principal office address, you must list it in your articles.

Also, please have Morella sign the articles where her name appears as incorporator.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6928.

Michelle Milligan
Document Specialist

Letter Number: 799A00029722

(305)
383-8386

FILED
99 JUN 14 AM 7:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ANDALUSIA IRON WORKS, INC.
ARTICLE OF INCORPORATION

WE, THE UNDER SIGNED , BEING OF LEGAL AGE AND, DO HEREBY SUBSCRIBE TO ACKNOWLEDGE AND FILE THE FOLLOWING ARTICLES OF INCORPORATION FOR PURPOSE OF CREATING CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I

THE NAME OF THE CORPORATION SHALL BE ANDALUSIA IRON WORKS, INC. THE INITIAL ADDRESS OF THIS CORPORATION SHALL BE 7301 SW 45TH STREET BAY 7, MIAMI, FL. 33155. *AND MAILING ADDRESS: 13132 SW 57 TER MIAMI, FL. 33183-1223*

ARTICLE II

THIS CORPORATION MAY ENGAGE IN ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE STATE OF FLORIDA AND THE UNITED STATES OF AMERICA.

ARTICLE III

THIS CORPORATION IS AUTHORIZED TO ISSUE 1000 SHARES OF COMMON STOCK OF PAR VALUE \$.10 PER SHARE. WHICH ARE ENTITLED TO THE ENTIRE VOTING POWER IN THE CORPORATION , TO ALL DIVIDENDS DECLARED AND TO ALL ASSETS OF THE CORPORATION UPON LIQUIDATION.

THE CORPORATION SHALL HAVE THE POWER, AT ITS OPTION, TO PURCHASE AND ACQUIRE ANY AND ALL THE SHARES OF STOCK OWNED AND HELD BY ANY SHAREHOLDERS AS SHOULD DESIRE TO SELL, TRANSFER OR OTHERWISE DISPOSE OF HIS/HER SHARES, OR IN THE EVENT OF DEATH OF ANY SUCH SHAREHOLDER, UPON THE TERMS AND CONDITIONS ESTABLISHED IN THE BYLAWS OF THE CORPORATION AND SHARES SHALL BE PURCHASED AT THE FAIR MARKET PRICE, AND SHARES ACQUIRED BY CORPORATION SHALL BE CANCELLED.

ARTICLE IV

THIS CORPORATION SHALL COMMENCE ITS EXISTENCE IMMEDIATELY UPON THE FILING OF THESE ARTICLES OF INCORPORATION AND SHALL EXIST PERPETUALLY THEREAFTER UNLESS DISSOLVED ACCORDING TO THE LAW.

ARTICLE V

THE NAME AND ADDRESS OF THE INCORPORATORS ARE:

HATEM BAMIEH 13132 SW 57TH TER. MIAMI, FL. 33183-1223, WHO HAS SUBSCRIBED 500 SHARES OF STOCK AND HAS PAID TO THE CORPORATION THE INITIAL PAYMENT OF \$50.00.

MORELLA LUCIA AGUADO DE BAMIEH: 13132 SW 57TH TER. MIAMI, FL. 33183-1223, WHO HAS SUBSCRIBED 500 SHARES OF STOCKS AND HAS PAID TO THE CORPORATION THE INITIAL PAYMENT OF \$50.00.

ARTICLE VI

THIS CORPORATION SHALL HAVE AT LEAST ONE DIRECTOR, WITH THE EXACT NUMBER TO SPECIFIED BY THE STOCKHOLDERS FROM TIME TO TIME.

ARTICLE VII

DIRECTORS: THE CORPORATION SHALL HAVE TWO DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS SHALL BE FIXED BY THE BY LAWS AND MAY BE CHANGED FROM TIME TO TIME.

THE NAME AND ADDRESS OF DIRECTORS SHALL BE:

HATEM BAMIEH 13132 SW 57TH TER. MIAMI, FL. 33183-1223, PRESIDENT
MORELLA LUCIA AGUADO DE BAMIEH 13132 SW 57TH TER. MIAMI, FL. 33183-1223 VICE PRESIDENT, CORP. SECRETARY.

ARTICLE VIII

THE OFFICIAL REGISTERED OFFICE OF THIS CORPORATION SHALL BE AT *13132 Sw 57th Ter. Miami, Fl. 33183-1223* WITH THE PRIVILEGE OF HAVING OFFICES AND BRANCH OFFICES AT OTHER PLACES WITHIN THE STATE OF FLORIDA. THE REGISTERED AGENT AT THAT ADDRESS SHALL BE HATEM BAMIEH 13132 SW 57TH TER. MIAMI, FL. 33183-1223.

ARTICLE IX

NO CONTRACT OR OTHER TRANSACTION BETWEEN THIS CORPORATION AND ANY OTHER CORPORATION, AND NO ACT OF THIS CORPORATION, SHALL IN ANY WAY BE AFFECTED OR INVALIDATED BY THE FACT THAT ANY OF THE DIRECTORS ARE PECUNIARILY OR OTHERWISE INTERESTED IN, OR ARE DIRECTORS OR OFFICERS OF, SUCH OTHER CORPORATION.

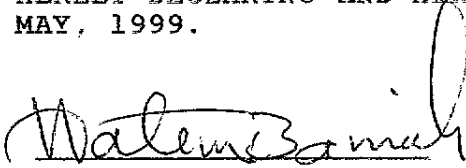
ARTICLE X


THE PRIVATE PROPERTY OF THE STOCKHOLDERS SHALL NOT BE SUBJECT TO PAYMENT OF THE CORPORATE DEBTS IN ANY EVENT.

ARTICLE XI

THIS CORPORATION SHALL INDEMNIFY AND INSURE ITS OFFICERS AND DIRECTORS TO THE FULLEST EXTENT PERMITTED BY THE LAW EITHER NOW OR HEREAFTER.

IN WITNESS WHEREOF, WE THE UNDER SIGNED , BEING THE INCORPORATORS
HEREINBEFORE NAMED, FOR THE PURPOSE OF FORMING A CORPORATION TO DO
BUSINESS BOTH WITHIN AND WITHOUT THE STATE OF FLORIDA, UNDER THE
LAWS OF FLORIDA, MAKE AND FILE THESE ARTICLES OF INCORPORATION,
HEREBY DECLARING AND HEREUNTO SIGN OUR NAMES ON THIS 16TH DAY OF
MAY, 1999.



HATEM BAMIEH


MORELLA LUCIA AGUADO DE BAMIEH

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICES OF PROCESS WITH IN THIS STATE, NAMING WHOM PROCESS MY BE
SERVED.

IN COMPLIANCE WITH THE LAWS OF FLORIDA, THE FOLLOWING IS SUBMITTED:
FIRST THAT ANDALUSIA IRON WORKS, INC. DESIRING TO ORGANIZE UNDER
THE LAWS OF THE STATE OF FLORIDA, HAS NAMED HATEM BAMIEH, 13132 SW
57TH TER. MIAMI, FLORIDA 33183-1223, COUNTY OF DADE, STATE OF
FLORIDA AS ITS STATUARY REGISTERED AGENT.

HAVING BEEN NAMED THE STATUARY REGISTERED AGENT OF THE ABOVE
CORPORATION AT PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY
ACCEPT THE SAME AND AGREE TO ACT IN THIS CAPACITY, AND AGREE TO
COMPLY WITH THE PROVISIONS OF THE FLORIDA LAW RELATIVES TO KEEPING
THE REGISTERED OFFICE OPEN AND I ACCEPT THE OBLIGATIONS OF SECTION
607.325 F.S.


HATEM BAMIEH
REGISTERED AGENT

DATED THIS 16TH DAY OF MAY, 1999

FILED
99 JUN 14 AM 7:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

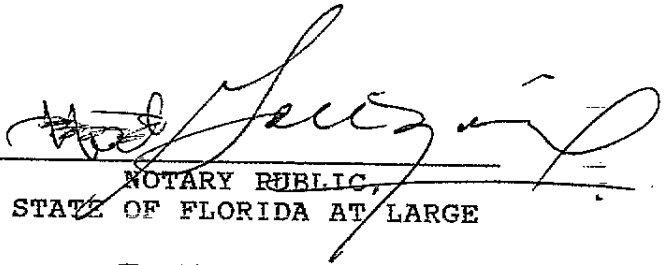
STATE OF FLORIDA)

SS:

COUNTY OF DADE)

BEFORE ME, THE UNDERSIGNED AUTHORITY, PERSONALLY APPEARED HATEM BAMIEH AND MORELLA LUCIA AGUADO DE BAMIEH, TO ME KNOWN TO BE THE PERSONS DESCRIBED IN AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, WHO AFTER BEING DULY SWORN UNDER OATH, ACKNOWLEDGE BEFORE ME THAT THEY EXECUTED THE SAME FOR THE PURPOSE THEREIN EXPRESSED.

WITNESS MY HAND AND OFFICIAL SEAL IN THE STATE OF FLORIDA AND COUNTY OF DADE THIS 16TH DAY OF MAY , 1999.


NOTARY PUBLIC,
STATE OF FLORIDA AT LARGE

DL# B500-321-50-219-0

MY COMMISSION EXPIRES:

