

P95000055082

EMERSON AND EMERSON, P.A.

A LAWYER'S PROFESSIONAL ASSOCIATION

NOTAR PUBLIC

385-13-3

THE FOUR HUNDRED BUILDING

400 PINE AVENUE SOUTH
NAPLES, FLORIDA 34104

TELEPHONE: (813) 461-5200

TELECOPIER: (813) 461-5201

FILED

95 JUL 10 PM 4:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JOHN W. EMERSON
ADMITTED IN FLORIDA
AND TENNESSEE

RALPH W. EMERSON, (1992-1999)

July 10, 1995

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****122.50 ****122.50

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

EFFECTIVE DATE

July 10, 1995

Re: Hass Electric Contractors, Inc.

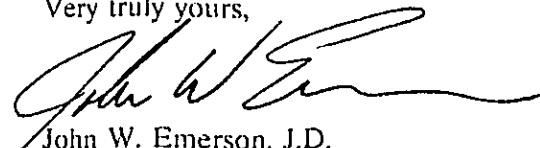
Dear Reader:

Enclosed you will find the original Articles of Incorporation for Hass Electric Contractors, Inc. for filing with your office along with a check in the amount of \$122.50 for the following filing fees:

1. Filing Fee - \$35.00;
2. Certified Copy - \$52.50; and
3. Registered Agent Designation - \$35.00

Please return a certified copy of the filed articles to the undersigned at that above address.

Very truly yours,



John W. Emerson, J.D.

JWE/jb
Encl.

XB
7-17-95

ARTICLES OF INCORPORATION
OF
HASS ELECTRIC CONTRACTORS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I

Name and Principal Office

1.01 The name of the corporation is HASS ELECTRIC CONTRACTORS, INC.

1.02 The principal office of the corporation is 1181 Hernando Street, Naples, Florida, 33940.

1.03 The mailing address of the corporation is 1181 Hernando Street, Naples, Florida, 33940.

ARTICLE II

Commencement and Duration

2.01 The corporation is to commence its corporate existence on the date of subscription of these Articles of Incorporation and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III

Purpose

3.01 The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

Capital Stock

4.01 The corporation is authorized to issue FIVE HUNDRED (500) shares of capital stock with no par value of a single class designated as *Common Stock*.

4.02 Each outstanding share of capital stock shall entitle the holder to one vote on each matter submitted to a vote at a meeting of the shareholders.

4.03 The shares of capital stock may be issued for such

consideration, having a value not less than the par value of the shares issued therefor, as is determined from time to time by the Board of Directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares of capital stock may not be issued until the full amount of the consideration therefor has been paid; thereafter, such shares shall be deemed to be fully paid and nonassessable.

ARTICLE V

Preemptive Rights

5.01 Each shareholder of the corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of capital stock of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire any unissued or treasury shares of capital stock.

ARTICLE VI

Board of Directors

6.01 All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the Board of Directors elected by the shareholders by the method provided in the Bylaws.

6.02 Any and all of the powers and duties conferred or imposed upon the Board of Directors, a resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent, by such person or persons and upon such terms and conditions as shall be specified by the shareholders.

6.03 The corporation shall have one director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the Bylaws of the corporation.

6.04 The name and address of the initial director of the corporation is Gary J. Hass.

ARTICLE VII

Indemnification

7.01 The corporation shall indemnify any present or former officer or director, or person exercising powers and duties as an officer or director of the corporation, to the full extent now or hereafter permitted by law.

ARTICLE VIII

By-laws

8.01 The power to adopt, alter, amend or repeal By-laws shall be vested in the shareholders.

8.02 The affirmative vote of the holders of at least seventy-five percent (75%) of the outstanding shares of capital stock of the corporation shall be required to adopt, alter, amend or repeal the Bylaws.

ARTICLE IX

Amendment

9.01 These Articles of Incorporation may be amended at any time by the affirmative vote of the holders of at least seventy-five percent (75%) of the outstanding shares of the capital stock of the corporation, at any regular meeting of the shareholders or at any special meeting of the shareholders called for that purpose.

ARTICLE X

Incorporator

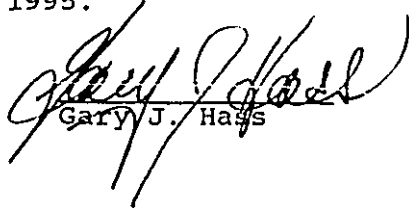
10.01 The name and address of the incorporator executing these Articles of Incorporation is Gary J. Hass, 1181 Hernando Street, Naples, Florida, 33940.

ARTICLE XI

Registered Office and Agent

11.01 The street address of the initial registered office of the corporation is 1181 Hernando Street, Naples, Florida, 33940, and the name of the initial Registered Agent of the corporation is Gary J. Hass.

IN WITNESS WHEREOF, the undersigned executed these Articles of Incorporation on July 10, 1995.

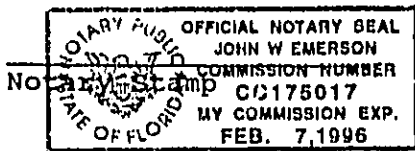

Gary J. Hass

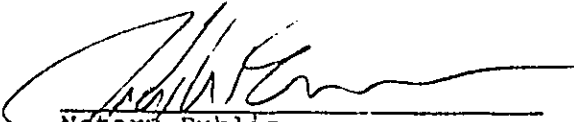
STATE OF FLORIDA
COUNTY OF COLLIER

BEFORE ME, the undersigned authority, personally appeared Gary J. Hass, who is to me well known to be the person described in and who subscribed the above and foregoing Articles of Incorporation,

and has freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Naples, Collier County, Florida on this the 10th day of July, 1995.





Notary Public

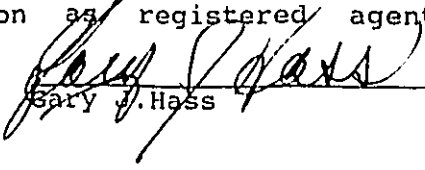
CERTIFICATE OF DESIGNATION AND ACCEPTANCE
REGISTERED AGENT/REGISTERED OFFICE

HASS ELECTRIC CONTRACTORS, INC.

Pursuant to §48.091 and §607.0501, Florida Statutes, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 1181 Hernando Street, Naples, Florida, has named Gary J. Hass as its Registered Agent to accept process within the State of Florida.

Having been named as registered agent of Hass Electric Contractors, Inc., to accept service of process for the corporation at the place designated in this Certificate, I hereby accept appointment as the registered agent of the corporation and agree to act in that capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent for said corporation.



Gary J. Hass

Dated: July 10, 1995.

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

HASS ELECTRIC CONTRACTORS, INC.

1181 HERNANDO STREET
NAPLES, FLORIDA 33940
(813) 263-8221
FAX (813) 263-8737
534ME-1 ER 013977

7950000 55082

July 2, 1996

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

Re: Hass Electric Contractors, Inc.
1181 Hernando Street
Naples, Florida 33940-3264
FEI #: Correction

795 - 55082

To whom it concern,

Per our phone conversation today regarding the above referenced taxpayer please accept this letter as a formal request to correct the federal employer identification number for Hass Electric contractors, Inc.

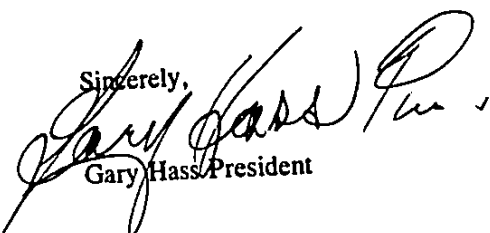
Currently the State of Florida is listing a federal identification number of 34-1706311. The correct FEI # is 65-0608416. I have enclosed a copy of the letter from the Internal Revenue Service dated 09-28-95 that assigned this number to the corporation.

Based on this information we respectfully request that the state of Florida change it's records to reflect the correct number.

We also respectfully request that you respond to us and confirm that the correction has been made.

Thank you for your cooperation and understanding in this matter.

Sincerely,


Gary Hass, President

GH/gwr

Upd 7/18 96

~~P4500055082~~

HASS ELECTRIC INC.

P. O. Box 7042 34101
1181 HERNANDO STREET
NAPLES, FLORIDA 34103
(941) 283-8221
FAX (941) 283-8737
LIC. # 534ME * ER0013977

December 7, 1996

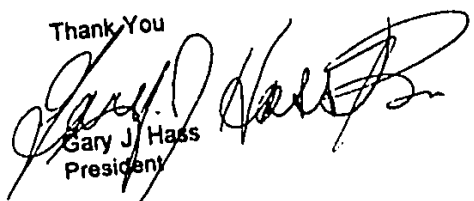
To all our associates,

Due to an unusual increase in mail box theft we are changing our correspondence address to a post office box number. All parcel deliveries will still use the same street address.

The new address: P. O. Box 7042
Naples, FL 34101

If you have any questions please call.

Thank You


Gary J. Hass
President

HASS ELECTRIC, INC.

PC15000055082

P. O. Box 7042 34101
5866 10th Ave. S.W.
NAPLES, FLORIDA 34116
(941) 353-4248
FAX (941) 353-1711
LIC. # 534ME * ER0013977

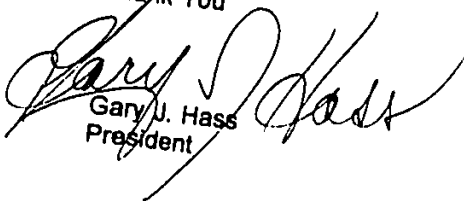
February 10, 1997

To all our associates,

We have recently relocated our offices. Please note the change of address and telephone numbers shown above. However, the P.O. Box will remain the same. Thank you and we look forward to our continuing business relationship.

If you have any questions please call.

Thank You


Gary J. Hass
President

FILED
FEB 19 1997
TALLAHASSEE, FLORIDA

