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A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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**ALSO ADMITTED IN ALABAMA

TELEPHONE (904) 843-8184
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January 29, 1996

100001701451
-01/30/96--01076--013
*****70.00 *****70.00

Secretary of State
Corporations Division
P. O. Box 6327
Tallahassee, FL 32301

Re: Incorporation of Brad's Electric, Inc.

Gentlemen:

Enclosed herewith please find the original and one copy of the Articles of Incorporation for the above-referenced corporation to be filed with your office. Our check is also enclosed for the following:

Filing Fee	\$35.00
Registered Agent Designation	<u>35.00</u>
Total	\$70.00

If you have any questions, please feel free to contact me. I would appreciate your returning a conformed copy of the Articles at your earliest convenience.

Yours very truly,

WALTER J. SMITH

WJS/aw

Encls.

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
96 FEB -9 AM 11:00

W96-2543
5/2/9

SMITH, GRIMSLEY, BAUMAN, PINKERTON,
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ATTORNEYS AND COUNSELLORS AT LAW

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*BOARD CERTIFIED CRIMINAL TRIAL LAWYER

**ALSO ADMITTED IN ALABAMA

February 6, 1996

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

Re: Brad M's Electric, Inc. (formerly named Brad's Electric, Inc.)
Ref. Number: W96000002543

Gentlemen:

In accordance with your letter of February 2, 1996, copy of which is enclosed, we are resubmitting the original and one copy of the Articles of Incorporation for the above-referenced corporation for filing. If the revised name is acceptable and the articles are filed, please furnish us with a filed copy of the same.

Yours very truly,



WALTER J. SMITH

WJS/aw

Encls.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 2, 1996

WALTER J. SMITH, ESQ.
P.O. BOX 2379
FT. WALTON BEACH, FL 32549

SUBJECT: BRAD'S ELECTRIC, INC.
Ref. Number: W96000002543

We have received your document for BRAD'S ELECTRIC, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return 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 (904) 487-6924.

Sharon Tala
Document Specialist Supervisor

Letter Number: 796A00004679

ARTICLES OF INCORPORATION
OF
BRAD M'S ELECTRIC, INC.

FILED
96 FEB -9 AM 11:28
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Article I - Name

The name of this corporation is BRAD M'S ELECTRIC, INC.

Article II - Duration

This corporation shall exist perpetually, commencing on the date of filing.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue 6,000 shares of \$1.00 par value common stock.

Article V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI - Initial Principal Office, Registered Agent, Acceptance

The street address of the initial principal office of this corporation is 1213 Rhonda Drive, Niceville, FL 32578, and the name

of the initial registered agent of this corporation at that address is BRADLEY G. METCALFE, who states he is familiar with and accepts the duties and responsibilities as registered agent for said corporation and his signature appears hereafter.

Article VII - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws. The name and address of the initial director of this corporation is:

BRADLEY G. METCALFE
1213 Rhonda Drive
Niceville, FL 32578

Article VIII - Incorporators

The name and address of the person signing these Articles is as follow:

BRADLEY G. METCALFE
1213 Rhonda Drive
Niceville, FL 32578

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.

Article X - Shares of Stock

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount set opposite their names:

BRADLEY G. METCALFE -- 1,000 Shares

Article XI - Indemnification

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

Article XIII - Restriction of Transferability of Stock

The shares of the capital stock of this corporation shall be issued initially as set forth in Article X. The shares held by the shareholders of this corporation may not be resold or otherwise transferred to any other person unless such shares are first offered to the remaining shareholders of the corporation, or to the corporation. The price and terms of which and the time within which such shares may be offered and sold shall be further specified in the By-Laws of this corporation.

Article XIV - Tax Article

It is the intent of this charter that the Directors may sell the capital stock of this corporation in accordance with the conditions of Section 1242-1244, inclusive, of the Internal Revenue Code.

IN WITNESS WHEREOF the undersigned subscribers have executed these Articles of Incorporation this 6th day of February, 1996.



BRADLEY G. METCALFE, Subscriber

STATE OF FLORIDA
COUNTY OF OKALOOSA

Before me, a Notary Public authorized to take
acknowledgments in the State and County set forth above, this
6th day of February, 1996, personally appeared BRADLEY G.
METCALFE, who is personally known to me and who did (did not) take
an oath.

Arline L. Wilkes

Notary Public

Typed Name.....

Commission No.
My Commission Expires:



ARLINE L. WILKES
Notary Public, State of Florida
My Comm. Exp. Oct. 21, 1997
Comm. No. CC 318541

Prepared by:
WALTER J. SMITH
Smith, Grimsley, Bauman, Pinkerton
Peterman, Saxer and Wells
P.O. Box 2379
Fort Walton Beach, FL 32549

FILED
96 FEB -9 AM 11:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED;

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted in compliance with said Act:

FIRST: That BRAD M'S ELECTRIC, INC., a corporation duly
organized and existing under the laws of the State of Florida with
its principal office as indicated in the Articles of Incorporation
at Niceville, Florida, has named BRADLEY G. METCALFE, 1213 Rhonda
Drive, Niceville, FL 32578, as its agent to accept service of
process for the above-named corporation at the place designated in
this Certificate.

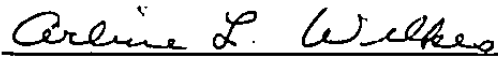
SECOND: Having been named to accept service of process
for the above-named corporation at the place designated in this
Certificate, I hereby agree to act in this capacity and I further
agree to comply with the provisions of all statutes relative to the
proper performance of my duties.



BRADLEY G. METCALFE,
Registered Agent


STATE OF FLORIDA
COUNTY OF OKALOOSA

Sworn to and subscribed before me by BRADLEY G. METCALFE,
who is personally known to me and who did take an oath, this
6th day of February, 1996.



Notary Public
Typed Name...

Commission No.
My Commission
Expires:
brad-art

 ARLINE L. WILKES
Notary Public, State of Florida
My Comm. Exp. Oct. 21, 1997
Comm. No. CC 318541