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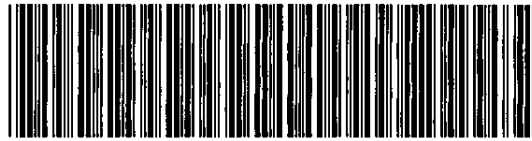
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DONALD P. REED  
ATTORNEY AT LAW  
535 Central Avenue • Suite 411 • St. Petersburg, Florida • 33701  
Telephone 727-823-3422

Admitted in Florida  
and Michigan

E-Mail: [dr@reedlawoffice.com](mailto:dr@reedlawoffice.com)

May 3, 2007

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

Re: **Beckwith Electric Co., Inc.**  
**Amended and Restated Articles of Incorporation.**

Dear Sir/Madam:

The enclosed Amended and Restated Articles of Incorporation for Beckwith Electric Co., Inc. are forwarded for filing. Also enclosed is a check in the amount of \$35.00 for the filing fee.

Please return documents concerning this filing to the following:

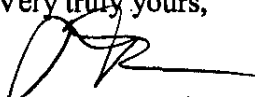
Donald P. Reed  
535 Central Avenue  
Suite 411  
St. Petersburg, FL 33701

For additional information regarding this filing, please call:

Donald P. Reed (727) 823-3422

Thank you for your assistance.

Very truly yours,

  
Donald P. Reed

Encls.

/kr

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
BECKWITH ELECTRIC CO., INC.**

FILED  
07 MAY -7 PM 12:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, as Chief Executive Officer of BECKWITH ELECTRIC CO., INC., a Florida corporation (the "Corporation"), does hereby certify that the following Amended and Restated Articles of Incorporation were adopted at the annual meeting of the shareholders of the Corporation on March 8, 2007. The number of votes cast by the shareholders for the Amended and Restated Articles of Incorporation set forth herein was sufficient for approval. The Amended and Restated Articles of Incorporation set forth herein supersede in their entirety the prior Amended and Restated Articles of Incorporation filed on October 20, 1994. Reference Document No. 459528.

**Article I - Name**

The name of the Corporation is BECKWITH ELECTRIC CO., INC.

**Article II - Principal Office**

The principal office of the Corporation is located at 6190 118<sup>th</sup> Avenue North, Largo, Florida 33773-3724. The mailing address of the Corporation is 6190 118<sup>th</sup> Avenue North, Largo, Florida 33773-3724.

**Article III - Stock**

The maximum number of shares of stock which the Corporation is authorized to have outstanding at any one time is Two Hundred Fifty Six Thousand (256,000) shares of common stock, divided into shares of common voting stock and common nonvoting stock. The total number of shares of common voting stock authorized is Twenty Five Thousand Six Hundred (25,600) shares having a par value of Ten Cents (\$0.10) per share. The total number of shares of common nonvoting stock authorized is Two Hundred Thirty Thousand Four Hundred (230,400) shares having a par value of Ten Cents (\$0.10) per share.

The sole difference between common voting stock and common nonvoting stock is that the shares of common nonvoting stock shall have no voting power whatsoever, nor shall the holders of common nonvoting stock be entitled to notice of any meeting of shareholders of the Corporation, the voting power being vested exclusively in the shares of common voting stock.


**Article IV – Cumulative Voting**

The holders of the Corporation's common voting stock are entitled to cumulate their votes for directors.

**Article V - Indemnification**

The Corporation shall indemnify every officer and director, and every former officer and director, to the fullest extent provided by law.

IN WITNESS WHEREOF, the undersigned Chief Executive Officer of BECKWITH ELECTRIC CO., INC. has executed these Amended and Restated Articles of Incorporation this 8th day of March, 2007.

  
\_\_\_\_\_  
Thomas R. Beckwith  
Chief Executive Officer  
Beckwith Electric Co., Inc.