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AMERICAN INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS

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November 8, 2000

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

700003462397--8 -11/14/00--01012--006 ****125.00 ****125.00

Enclosed are the Articles of Organization for a Florida Limited Liability Company called

Walters Electric LLC accompanied by a check made

payable to the Florida Department of State.

Sincerely,

George F. Duryea, CPA

L00-14257

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Walters Electric LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

225 E. Wilbur Avenue Lake Mary, Florida 32746

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

James Rabun
Name
225 E. Wilbur Avenue
Florida street address (P.O. Box NOT acceptable)
Lake Mary, FL 32746
City State and Zin

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this 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 as provided for in Chapter 608, F.S.

Registered Agent's Signature

Article IV - Management (Check box if applicable.)

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

(An additional article must be added if an effective date is requested)

Signature of a member or an authorized representative of a member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

James E. Rabun

Typed or printed name of signee

FILING FEES:

- \$ 100.00 Filing Fee for Articles of Organization
- \$ 25.00 Designation of Registered Agent
- \$ 30.00 Certified Copy (OPTIONAL)
- \$ 5.00 Certificate of Status (OPTIONAL)

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