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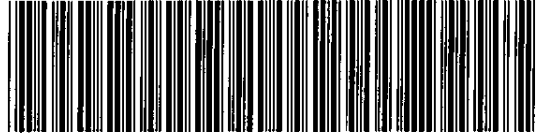
(Business Entity Name)

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TALLAHASSEE FLORIDA

N. Collins FEB 26 2009

LAW OFFICES

**FREEMAN
&
JONES**

A Professional Limited Liability Company
Offices in West Palm Beach and Palm Beach Gardens

1400 Centrepark Boulevard
Suite 950
West Palm Beach, Florida 33401-7412
Telephone (561) 471-4900
Facsimile (561) 471-4939
E-Mail djfreemanpa@bellsouth.net

Donald J. Freeman, P.A.*
Walter C. Jones, IV, P.A.*

**Board Certified Civil Trial Attorney*

February 20, 2009

VIA FED EX

Registration Section
DIVISIONS OF CORPORATIONS
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**RE: CARPENTER INTERNATIONAL, LLC;
ARTICLES OF ORGANIZATION**

Gentlemen:

Enclosed you will find an original and one (1) copy of the Articles of Organization of **CARPENTER INTERNATIONAL, LLC**. I would appreciate it if you would file the original Articles of Organization in your office.

You will also find enclosed a check in the amount of \$130.00, in payment of the following fees for the company:

Filing Fee	\$125.00
Certificate of Status	<u>5.00</u>
TOTAL	\$130.00

Should you have any questions or require additional information, please do not hesitate to contact me.

Very truly yours,


DONALD J. FREEMAN

DJF:pr
Enclosures

**ARTICLES OF ORGANIZATION
OF
CARPENTER INTERNATIONAL, LLC**

ARTICLE I-NAME

The Name of the limited liability company is **CARPENTER INTERNATIONAL,
LLC.**

ARTICLE II-PERIOD OF DURATION

Unless earlier terminated under the Act or the Operating Agreement, the period of duration of the Company shall be perpetual.

ARTICLE III-PURPOSE

The purpose for which the Company is organized is to engage in the sales and service of electrical equipment and products and any and all other business and activities permitted by the Act and any other applicable laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

ARTICLE IV-ADDRESS OF PLACE OF BUSINESS

The mailing address for the Company is 1333 West 53rd Street, West Palm Beach, Florida, 33407, and the street address of the place of business for the Company is 1333 West 53rd Street, West Palm Beach, Florida 33407. These addresses may be changed from time to time as provided in the Operating Agreement.

ARTICLE V-REGISTERED AGENT

The initial registered agent in Florida for the Company is Donald J. Freeman, Esquire, and the initial registered office is located at Freeman & Jones, 1400 Centrepark Boulevard, Suite 950, West Palm Beach, Florida, 33401.

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ARTICLE VI-MEMBERS

The Company shall have at least one member and may admit additional members on the prior unanimous written agreement of the then-existing members, or as otherwise provided in the Operating Agreement.

ARTICLE VII-CONTINUITY OF BUSINESS

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminated the continued membership of a member in the Company, or upon any other event that, under the Act, would result in dissolution of the Company, the business of the Company may be continued and the Company will not be dissolved without the prior written consent of all the remaining members of the Company.

ARTICLE VIII-MANAGEMENT

This Company will be managed by one or more managers appointed by the members in accordance with the terms of the Operating Agreement. As such, the Company will be manager-managed. The managers will be designated as the president, secretary, and treasurer of the Company, and may also be designated as vice presidents, assistant secretaries, and assistant treasurers, and shall have the authority normally associated with these positions under corporate law. The Company may also designate persons as directors under the Operating Agreement who shall act in a manner similar to the directors of the corporation. The members, at a meeting of the members held not less than annually, shall designate the managers, who may also be members, and the positions that these managers will hold. The initial managers, who shall serve until the first annual meeting of the members or until their successors are elected and qualify, and their designations shall

be as follows:

Name:

Position:

Vance F. Carpenter
1333 West 53rd Street
West Palm Beach, Florida 33407

Member/Manager

ARTICLE VIV-INDEMNIFICATION

Except as expressly provided in the Operating Agreement, the Company shall indemnify any member, manager, or former member or manager to the full extent permitted under the Act.

IN WITNESS WHEREOF, the undersigned member of the limited liability company has executed these Articles of Organization this 20th day of February 2009.

By:

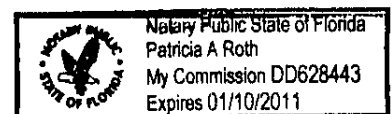

VANCE F. CARPENTER

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 20th day of February, 2008, by VANCE F. CARPENTER, who is either personally known to me or who has produced a Florida drivers license as identification.

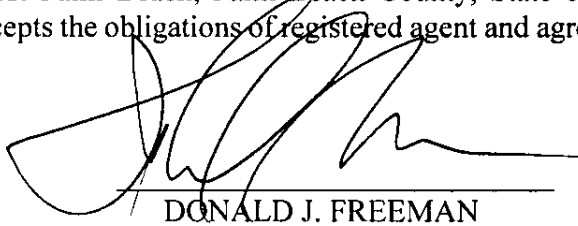
Patricia A. Roth
NOTARY PUBLIC

My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

Donald J. Freeman, Esquire, of 1400 Centrepark Boulevard, Suite 950, West Palm Beach, Florida, 33401, has been named as registered agent to accept service of process for CARPENTER INTERNATIONAL, LLC, at the place designated in the Articles of Organization and as aforementioned, in the City of West Palm Beach, Palm Beach County, State of Florida. The undersigned is familiar with and accepts the obligations of registered agent and agrees to act in this capacity pursuant to F.S. 607.0501.



DONALD J. FREEMAN

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