

P000000059407

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

COVER LETTER

Enclosed, please find for filing the Articles of Incorporation for Standard Electric, Inc. Also enclosed is my check in the amount of \$78.75 as and for your filing fee pursuant to the attached fee schedule.

Please provide me with a copy of the filed instruments.

Thanking you for your consideration in this matter, I am,

Very truly yours,

HARVEY MICHAELSON

HARVEY MICHAELSON

1320 Miami Rd., Ste. #2,
Fort Lauderdale, Florida 33316

FILED
2000 JUN 13 PM 6:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

2000 JUN 13 PM 6:24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation
Of
Standard Electric, Inc.

THE UNDERSIGNED, subscribers to these Articles of Incorporation, each a natural person, competent to contract, hereby associate themselves together to form a Corporation for profit under the Laws of the State of Florida, and further do agree to the following conditions of said Corporation:

Article I

NAME OF THE CORPORATION

The name of this Corporation is: **STANDARD ELECTRIC, INC.**

Article II

NATURE OF BUSINESS:

The general nature of business to be transacted by this Corporation is to do all things which natural persons could lawfully do.

Article III

CAPITOL STOCK

ONE HUNDRED SHARES at One Dollar (\$1.00) per share.

Article IV

TERM OF EXISTANCE

This Corporation shall have perpetual existence unless dissolved by law.

Article V

ADDRESS OF CORPORATION

The initial post office address of this Corporation in the State of Florida is: 1320 Miami Rd., Ste. #2, Fort Lauderdale, Florida 33316, with the privileges of having branch offices at other places within or without the State of Florida. Further, the stockholders may, from time to time, move the principal place of business of this Corporation to any other address within or without the State of Florida, or the United States.

Article VI
DIRECTORS

This Corporation shall have not less than one director, initially, to conduct its business. The number of directors may be increased from time to time as the stockholders desire, in accordance with the By-laws hereof, but at no time shall there be a number less than ONE.

Article VII
INITIAL DIRECTORS

The names and addresses of the initial Board of Directors of this Corporation, who shall hold office for the first year of the corporation or until their successors are elected or appointed pursuant to the By-laws of this Corporation and have qualified, are as follows:

| | |
|-------------------|--|
| HARVEY MICHAELSON | 1320 Miami Rd., Ste. #2, Fort Lauderdale, Florida 33316 |
|-------------------|--|

Article VIII
OFFICERS

The names and addresses of the initial officers of this Corporation, who shall hold office for the first year of the corporation or until their successors are elected or appointed pursuant to the By-laws of this Corporation and have qualified, are as follows:

| | |
|-------------------|--|
| HARVEY MICHAELSON | 1320 Miami Rd., Ste. #2, Fort Lauderdale, Florida 33316 |
|-------------------|--|

Article IX
SUBSCRIBERS

The names and post office addresses of each subscriber to these articles of incorporation is:

| | |
|-------------------|--|
| HARVEY MICHAELSON | 1320 Miami Rd., Ste. #2, Fort Lauderdale, Florida 33316 |
|-------------------|--|

Article X
DEBTS

The private property of the Stockholders shall not be subject to the payment of corporate debts to any extent whatsoever.

Article XII
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to the stockholders, and approved at a stockholder's meeting by the majority of the stockholders.

Article XIII
ELECTION TO PROCEED AS A SUBCHAPTER "S" CORPORATION

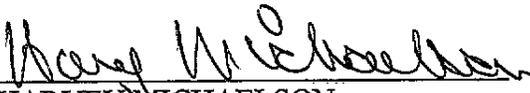
This Corporation elects to proceed as a Subchapter "S" Corporation under section 1244 of the Internal Revenue Code and under the regulations issued thereunder.

Article XIII
REGISTERED AGENT/OFFICE

Pursuant to Florida Statutes, Section 607.164:

| | |
|--------------------|---|
| REGISTERED AGENT: | DOTTI MICHAELSON |
| REGISTERED OFFICE: | 4771 S.W. 57 th Ave. Davie, Florida 33314 |

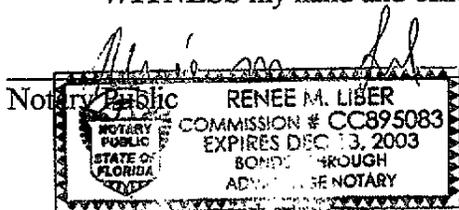
IN WITNESS WHEREOF, we have hereunto set our hands and seal this 9th day of June, 2000.


HARVEY MICHAELSON

STATE OF FLORIDA }
 } ss. :
COUNTY OF BROWARD }

I HEREBY CERTIFY that on this day, before me a Notary Public duly authorized to take acknowledgements and administer oaths, personally appeared, HARVEY MICHAELSON, to me known to be the person described as Subscriber in, and who executed these Articles of Incorporation.

WITNESS my hand and official seal this 9th day of June, 2000.



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED:**

In compliance with Sec. 48.091, Florida Statutes, the following is submitted:

FIRST, that STANDARD ELECTRIC, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Fort Lauderdale, County of Broward, State of Florida, has named, located at 4771 S.W. 57th Ave., Davie, Florida 33314, as its agent to accept service of process within Florida.

HARVEY MICHAELSON, Pres.
June 9th, 2000

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2000 JUN 13 PM 6:24

FILED

**HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR
THE ABOVE-STATED 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 AND COMPLETE PERFORMANCE
OF MY DUTIES.**

Dotti Michaelson

DOTTI MICHAELSON
June 9th, 2000