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Thomas E. Evans, Jr., CPA, PA
Certified Public Accountant

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*****78.75 *****78.75

July 27, 2000

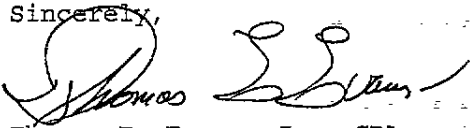
Secretary of State
Division of Corporation
P. O. Box 6327
Tallahassee, FL 32314

Subject: Incorporation "BIRDWELL ELECTRIC, INC."

Gentlemen:

Please Incorporate BIRDWELL ELECTRIC, INC.. Enclosed are two copies of the Articles of Incorporation for "BIRDWELL ELECTRIC, INC.." and a check for \$78.75 to pay the Incorporation fee.

Sincerely,



Thomas E. Evans, Jr., CPA
Thomas E. Evans, Jr., CPA, PA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUL 31 AM 7:31

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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ARTICLES OF INCORPORATION
OF
BIRDWELL ELECTRIC, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, Hereby adopts the following Articles of Incorporation.

ARTICLE ONE

The Corporate Name is: BIRDWELL ELECTRIC, INC., The principal corporate address is: 532 Lake Bonny Drive, East, Lakeland, FL 33801.

ARTICLE TWO

DURATION

The duration of the Corporation is perpetual.

ARTICLE THREE

PURPOSE

The Corporation may transact any and all lawful business allowable under the Laws of the State of Florida..

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares which the Corporation has authority to issue is 7,500 all of which shall be common shares with a par value of one dollar.

ARTICLE FIVE

REGISTERED OFFICE

The street address of the initial Registered office of the Corporation is 532 Lake Bonny Drive, East, Lakeland, FL 33801, and the name of the initial Registered Agent at such address is Karole A. Birdwell.

ARTICLE SIX

DIRECTORS

The business of the Corporation shall be managed by a Board of Directors consisting of a minimum of one Director and a maximum of three directors.


ARTICLE SEVEN

INCORPORATORS

The name and address of the Incorporator is:

Robert A. Birdwell
532 Lake Bonny Drive, East
Lakeland, FL 33801

IN WITNESS WHEREOF. We have Subscribed our names this 27th Day of July 2000.



Robert A. Birdwell, Incorporator

STATE OF FLORIDA

COUNTY OF POLK:

On this 27th Day of July 2000 before me personally appeared Robert A. Birdwell known to be the person whose names are subscribed to the within instrument, and acknowledged that they have executed the same for the purposes therein contained.

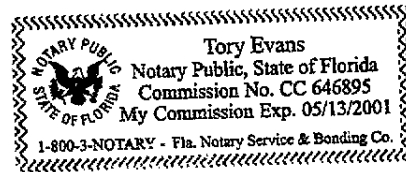
IN WITNESS WHEREOF, I hereunto set my hand and official seal.



NOTARY PUBLIC

My Commission Expires:

CERTIFICATE OF REGISTERED AGENT



PURSUANT TO SECTION 607.0501 FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: BIRDWELL ELECTRIC, INC.
2. The name and address of the registered agent and office is:

Karole A Birdwell
532 Lake Bonny Drive, East
Lakeland, FL 33801

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00 JUL 31 AM 7:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGEMENT

Having been named as registered agent and to accept service of process for the above stated corporation 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.

DATED: This 27th Day of July 2000

Karole A. Birdwell

Karole A. Birdwell, REGISTERED AGENT