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THE LAW OFFICES OF
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October 4, 2002

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399
Att: New Filings

Re: Mitsubishi Lighting, Inc.

To Whom It May Concern:

Please find enclosed the following documents with respect to the creation of Mitsubishi Lighting, Inc.:

1. Articles of Incorporation for Mitsubishi, Inc.,
2. Designation of Registered Agent and Registered Office, and
3. Check for (\$70.00) to the Department of State covering filing fees (\$35.00) and Appointment of Registered Agent (\$35.00).

Please do not hesitate to contact me should you have any questions or require any additional information.

Sincerely,


Mark Glassman, Esq.

Enclosures
cc: Rick Romash

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STATE
TALLAHASSEE
FLORIDA

10-21-02



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

October 10, 2002

MARK GLASSMAN ESQ
2665 EXECUTIVE PARK DRIVE STE 3
WESTON, FL 33331

SUBJECT: MITSUBISHI LIGHTING, INC.
Ref. Number: W02000029298

We have received your document for MITSUBISHI LIGHTING, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

You must list at least one incorporator with a complete business street address.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Document Specialist
New Filing Section

Letter Number: 302A00056657

**ARTICLES OF INCORPORATION
FOR
MITSUBISHI LIGHTING, INC.**

Pursuant to the Florida Business Corporation Act, the undersigned organizer adopts these Articles of Incorporation for the purpose of forming a for-profit corporation.

**ARTICLE I
CORPORATE NAME**

The name of the corporation is: Mitsubishi Lighting, Inc.

**ARTICLE II
NATURE OF BUSINESS**

The general nature of the business to be transacted by this Corporation is the wholesale and installation of commercial and residential lighting equipment and fixtures.

**ARTICLE III
CAPITAL STOCK**

The Corporation is authorized to issue one class of stock, that stock being one hundred (100) shares with no par value, common stock, with identical rights and privileges, the transfer of which is at the sole discretion of the majority of current Directors

**ARTICLE IV
INITIAL CAPITAL**

The amount of capital with which this corporation will begin business shall not be less than one hundred (\$100.00) dollars.

**ARTICLE V
TERM OF EXISTENCE**

This corporation shall exist perpetually, and at the discretion of the current Directors.

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CLERK OF DISTRICT COURT
STATE OF FLORIDA

ARTICLE VI
ADDRESS OF CORPORATION

The initial post office address of the principle office of the corporation in the State of Florida is 2557 N.E. 26th Terrace, Ft. Lauderdale, Florida 33305. The Board of Directors may from time to time move the principle office to any other address in Florida.

ARTICLE VII
DIRECTORS

The corporation shall initially have one Director. The number of Directors may be increased or diminished from time to time upon authorization of the shareholders.

ARTICLE VIII
INITIAL DIRECTORS & INCORPORATORS

The name and post office address of the initial incorporator and current members of the first Board of Directors is/are:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Rick Romash	President & Incorporator	2557 N.E. 26 th Terrace Ft. Lauderdale, FL 33305

ARTICLES IX
SUBSCRIBERS

<u>NAME</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
Rick Romash	100	\$100.00

ARTICLE X
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote therein, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain

amendment of these Articles of Incorporation be made.

ARTICLE XI
EFFECTIVE DATE

The effective date of this corporation shall be the date these Articles are accepted by the Department of State.

IN WITNESS WHEREOF, the undersigned, being the original subscriber to the capital stock of the above named, for the purpose of forming a corporation to do business in the State of Florida, does make and files these Article of Incorporation, hereby declaring and certifying that the facts herein stated are true and does agree to take thenumber of shares set forth above, this 4th day of October, 2002.


RICK ROMASH

STATE OF FLORIDA

BROWARD COUNTY

Before me, the undersigned authority, and officer duly authorized to administer oaths and take acknowledgments, personally appeared RICK ROMASH to me well known to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed

Witness my hand and official seal in Broward County of the State of Florida this 4th day of October 2002.

My commission expires:




Notary Public, State of Florida

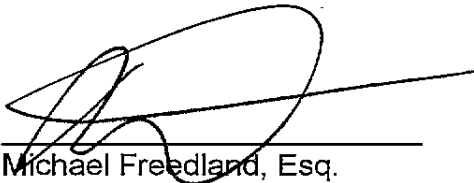
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to Chapter 607, Florida Statutes, Mitsubishi Lighting, Inc., herein submits this Certificate of Designation of Registered Agent and Registered Office to designate a registered agent and registered office in the State of Florida.


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

Michael Freedland, Esq.
Freedland & Glassman, P.L.
2665 Executive Park Drive, Suite 3
Weston, Florida 33331

Having been named as registered agent and to accept service of process for the above named corporation at the place designated in this document, 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.



Michael Freedland, Esq.



Date

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CLERK OF DISTRICT COURT
JAILIN STATE FLORIDA