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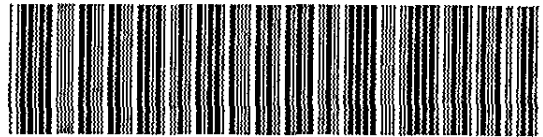
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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03/25/03--01049--005 **78.75

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EFFECTIVE DATE

03-14-03

2003 MAR 27 10:32

04-03



Alan D. Henderson

Frank R. Keasler Jr.

March 19, 2003

Robert H. Sturgess

Douglas R. Maxwell

VIA FEDERAL EXPRESS
AIRBILL 837280967912

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: All City Electrical Contracting, Inc.

Dear Madam/Sir:

Enclosed for filing are the Articles of Incorporation and Designation of and Acceptance by Registered Agent regarding the above referenced corporation. In this regard, please accept our firm's check in the amount of \$78.75 for filing fees as follows:

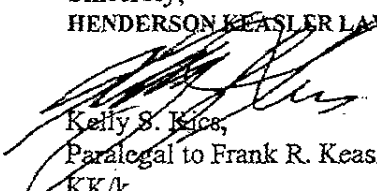
| | |
|--|------------------|
| Articles of Incorporation: | \$35.00 |
| Designation of Registered Agent: | 35.00 |
| Certified Copy of Articles of Incorporation: | <u>8.75</u> |

TOTAL: \$ 78.75

Please acknowledge receipt of these documents by date stamping the enclosed copy of this letter and returning same with the Certified Copy of the Articles of Incorporation.

If you have any questions in this regard contact our firm.

Sincerely,
HENDERSON KEASLER LAW FIRM


Kelly S. Kics,
Paralegal to Frank R. Keasler, Jr., Esq.
KK/k

Enclosures

cc: All City Electrical Contracting, Inc.
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Execution Copy

**ARTICLES OF INCORPORATION
OF
ALL CITY ELECTRICAL CONTRACTING, INC.**

The undersigned hereby files these Articles of Incorporation for the purpose of becoming a corporation for profit under the laws of the State of Florida.

ARTICLE I.

The name of the Corporation shall be: **ALL CITY ELECTRICAL CONTRACTING, INC.**

ARTICLE II.

The general nature of the businesses to be transacted by the Corporation shall be as follows:

To design, devise, invent, manufacture, install, remove, repair, inspect, report upon, buy, sell, handle and deal in electric installation, service machinery, plants, apparatus, appliances, accessories, equipment, supplies, and means and materials, of all kinds, for the generation, production, transmission, transformation, accumulation, storage, distribution, supplying, application and utilization of electricity for all purposes. To solicit, bid for, enter into and perform contracts for the doing of electrical work and furnishing of electrical machinery, appliances, accessories, materials and supplies of all kinds and for all applications whether industrial, commercial or residential.

IN GENERAL, and in connection with the foregoing, the Corporation shall enjoy and may use, exercise and apply all the powers of like corporations conferred by the corporation laws of the State of Florida..

ARTICLE III.

The maximum number of shares of capital stock that the Corporation is authorized to have outstanding at any time shall be fifty thousand (50,000) shares of Class A Voting Common Stock having a par value of One Cent (\$.01) per share, and fifty thousand (50,000) shares of Class B Non-Voting Common Stock having a par value of One Cent (\$.01) per share. All stock issued shall be fully paid and non-assessable.

ARTICLE IV.

The principal office of this Corporation shall be 13768 Webb Road, Jacksonville, Florida 32218.

ARTICLE V.

The street address of the initial registered office of this Corporation in Florida shall be Henderson

Keasler Law Firm, P.A., 4309 Pablo Oaks Court, Suite Five, Jacksonville, Florida 32224, and its initial registered agent at that address shall be **Frank R. Keasler, Jr.** The registered office and registered agent of the Corporation may be changed from time to time upon notification to the proper authorities.

ARTICLE VI.

The number of the Directors of this Corporation shall not be less than one (1) or more than seven (7) as fixed from time to time by the provisions of the Bylaws.

ARTICLE VII.

The name of the subscriber of these Articles of Incorporation is John E. Fristrom whose street address is 13768 Webb Road, Jacksonville, Florida 32218.

ARTICLE VIII.

This Corporation reserves the right to amend, alter, change or repeal any provisions contained herein in the manner now or hereafter prescribed by law, and all rights conferred on Shareholders herein are granted subject to this reservation.

ARTICLE IX.

The date corporate existence begins shall be March 19, 2003. This election is pursuant to Florida Statute 607.0203.

IN WITNESS WHEREOF, the undersigned subscribing Incorporators executed these Articles of Incorporation for the purpose of forming this Corporation under the laws of the State of Florida, and

do hereby make, subscribe, acknowledge and file in this office of the Secretary of State, State of Florida, these Articles of Incorporation and do certify the facts herein stated are true, all on this 19th day of March, 2003.



JOHN E. FRISTROM

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

In pursuance of Section 607.0501 of the Florida Statutes, the following is submitted in compliance with the Florida Business Corporation Act:

ALL CITY ELECTRICAL CONTRACTING, INC., desiring to organize under the Laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation in Jacksonville, Duval County, State of Florida, named **Frank R. Keasler, Jr.**, located at Henderson Keasler Law Firm, P.A., 4309 Pablo Oaks Court, Suite Five, Jacksonville, Duval County, Florida 32224, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Being named to accept service of process for the above stated Corporation at place designated in this certificate, and being familiar with the duties and responsibilities as registered agent for said Corporation, I hereby agree to act in this capacity and to comply with the provisions of said Act.



By: **Frank R. Keasler, Jr.**, Registered Agent

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