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SECRETARY OF STATE
TALLAH ASSES, FLORIDA

November 12, 2003

FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS P O BOX 6327 TALLAHASSEE, FLORIDA 32314

# GENTLEMEN:

I ENCLOSE ARTICLES OF INCORPORATION OF CASTRO ELECTRIC COMPANY, INC. OF TAMPA, FLORIDA.

A MONEY ORDER IN THE AMOUNT OF \$70.00 COVERING THE REQUIRED FEE IS ENCLOSED.

FILING FEE REGISTERED AGENT \$35.00 <u>35.00</u> <u>70.00</u>

SINCERELY,

MICUEL SEBASTIAN CASTRO 8617 JACKSON SPRINGS RD.

**TAMPA, FL 33615** 

ENCLS:

ARTICLES OF INCORPORATION

MONEY ORDER (\$70.00)

ARTICLES OF INCORPORATION
OF
CASTRO ELECTRIC COMPANY, INC

### ARTICLES OF INCORPORATION

OF

# CASTRO ELECTRIC COMPANY, INC

SECRETARY OF ST TALLAHASSEE, FLO 03 NOV 21 PH 4:

THE UNDERSIGNED SUBSCRIBER, A NATURAL PERSON COMPETENT TO CONTRACT, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE LAW OF THE STATE OF FLORIDA, ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION FOR SUCH CORPORATION.

# ARTICLE I

NAME: THE NAME OF THE PROPOSED CORPORATION IS CASTRO ELECTRIC COMPANY, INC

# ARTICLE II

NATURE OF BUSINESS: THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER LAWS OF THE UNITED STATES OF AMERICA AND THE STATE OF FLORIDA, AND ANY AND ALL ACTS OR STATUTES AMENDATORY THEREOF SUPPLEMENTAL THERETO.

# ARTICLE III

CAPITAL STOCK: THE TOTAL NUMBER OF SHARES OF STOCK WHICH THE CORPORATION SHALL HAVE THE AUTHORITY TO ISSUE IS 7000 SHARES OF COMMON STOCK AT A PAR VALUE OF \$1.00 PER SHARE. STOCK MAY BE ISSUED BY THE CORPORATION FROM TIME TO TIME FOR SUCH CONSIDERATION AS MAY BE FIXED BY THE BOARD OF DIRECTORS. EACH SHARE OF COMMON STOCK SHALL REPRESENT ONE (1) VOTE.

UPON DISSOLUTION OR LIQUIDATION OF THE CORPORATION, THE HOLDERS OF STOCK SHALL BE ENTITLED TO DISTRIBUTION RATABLY AS THEIR HOLDING MAY APPEAR UPON THE STOCK RECORD OF THE CORPORATION.

# ARTICLE IV

INITIAL CAPITAL: THE AMOUNT OF CAPITAL WITH THE CORPORATION WILL BEGIN BUSINESS IS \$100.00.

# ARTICLE V

TERM OF EXISTENCE: THIS CORPORATION IS TO EXIST PERPETUALLY.

# **ARTICLE VI**

ADDRESS: THE INITIAL ADDRESS OF THE PRINCIPAL OFFICE OF THE PROPOSED CORPORATION IN THE STATE OF FLORIDA IS 8617 JACKSON SPRINGS TAMPA, FL 33615

ARTICLE VII

DIRECTORS: THE NUMBER OF DIRECTORS OF THIS CORPORATION SHALL NOT BE LESS THAN ONE OR MORE THAN THREE.

### **ARTICLE VIII**

ADDRESS OF DIRECTORS: THE NAMES OF THE INITIAL OR FIRST DIRECTORS AND STREET ADDRESS OF THIS CORPORATION WHO IS SUBJECT TO THE PROVISIONS OF THIS CERTIFICATE OF CORPORATION BY BY-LAWS OF THIS CORPORATION AND THE GENERAL LAWS OF THE STATES OF FLORIDA, SHALL HOLD OFFICE FOR THE FIRST YEAR OF EXISTENCE OR UNTIL HIS SUCCESSOR OR SUCCESSORS ARE ELECTED AND QUALIFIED ARE:

MIGUEL SEBASTIAN CASTRO 8617 JACKSON SPRINGS RD. TAMPA, FL 33615 PRESIDENT & TREASURER

MIGUEL SEBASTIAN CASTRO 8617 JACKSON SPRINGS RD. TAMPA, FL 33615 VICE PRESIDENT & SECRETARY

# ARTICLE IX

INCORPORATORS: THE NAME AND ADDRESS OF THE INCORPORATORS AND THE NUMBER OF SHARES OR STOCK WHICH HE HAS AGREED TO TAKE IS:

MIGUEL SEBASTIAN CASTRO 8617 JACKSON SPRINGS RD. TAMPA, FL 33615 100 SHARES

# ARTICLE X

REGISTERED AGENT AND REGISTERED OFFICE: THE NAME AND STREET ADDRESS OF THE REGISTERED AGENT AND REGISTERED OFFICE IS:

MIGUEL SEBASTIAN CASTRO 8617 JACKSON SPRINGS RD. TAMPA, FL 33615

### ARTICLE XI

OTHER PROVISIONS:

A. THE REGULATION OF THE BUSINESS AND THE CONDUCT OF THE AFFAIRS OF THIS CORPORATION AND PROVISIONS CREATING, DIVIDING
AN LIMITING THE POWERS OF THE CORPORATION AND THE STOCKHOLDERS,
INCLUDING BUT NOT LIMITED TO PROVISIONS GOVERNING THE ISSUE OF STOCK
CERTIFICATES TO REPLACE LOST OR DESTROYED STOCK CERTIFICATES SHALL BE
GOVERNED BY THE BY-LAWS OF THIS CORPORATION WHICH MAY BE MADE AND
ADOPTED BY THE SHAREHOLDERS IMMEDIATELY AFTER ADJOURNING OF THE
ORGANIZATIONAL MEETING, AND THE STOCKHOLDERS SHALL HAVE THE POWER AND
AUTHORITY TO AMEND, MODIFY, CHANGE AND REPEAL BY LAWS OF THE
CORPORATION.

B. NO CONTRACT, ACT OR TRANSACTION OF THE CORPORATION WITH ANY PERSON OR PERSONS, FIRM OR CORPORATION, IN THE ABSENCE OR FRAUD, SHALL BE AFFECTED OR INVALIDATED BY THE FACT THAT ANY OFFICER OR OFFICERS, DIRECTORS OR DIRECTOR OF THE CORPORATION IS A PARTY TO OR ARE THE PARTIES TO OR INTERESTED IN SUCH CONTRACT, ACT OR TRANSACTION OR IN ANY WAY CONNECTED WITH SUCH PERSON OR PERSONS, FIRM OR CORPORATION AND EACH AND EVERY PERSON WHO MAY BECOME A DIRECTOR OR AND OFFICER OF THE CORPORATION IS HEREBY RELIEVED FROM ANY LIABILITY THAT MIGHT OTHERWISE EXIST FROM THIS CONTRACTING WITH THE CORPORATION FOR THE BENEFIT OF HIMSELF OR ANY FIRM, ASSOCIATION OR CORPORATION IN WHICH HE MAY BE IN ANYWISE INTERESTED.

IN WITNESS WHEREOF, I HAVE SUBSCRIBED MY NAME THIS 12th DAY OF NOVEMBER, 2003

MICUEL SEBASTIAN CASTRO

I HEREBY AND FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS

REGISTERED AGENT FOR SAID CORPORATION.

MIGUEL SEBASTIAN CASTRO REGISTERED AGENT

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS 12<sup>TH</sup> DAY OF NOVEMBER, 2003, BY CASTRO ELECTRIC COMPANY, WHO IS PERSONALLY KNOWN TO ME AND WHO DID TAKE AN OATH.

E. TOLEDO COMMISSION NO DD 141269

> EDUARDO TOLEDO NOTARY PUBLIC - STATE OF RIOMEDA COMMISSION & DOTATIZAD EXPRESE OTRAZODE BONDED THRU 1-484-HOTARY1

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