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SECKETARY OF STATE
AND SECKETARY OF STATE



Lincoln Plaza, Suite 1400 300 S. Orange Avenue (32801) Post Office Box 1873 Orlando, Florida 32802-1873



Telephone (407) 872-7300 Fax (407) 841-2133 www.rumberger.com

March 30, 2004

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: Incorporation of Mid-Florida Transmission Centers, Inc.

Dear Sir/Madam:

Enclosed please find a check in the amount of \$78.75 for incorporation of Mid-Florida Transmission Centers, Inc. as follows:

Filing Fee	\$35.00
Registered Agent Designation Fee	35.00
Certified Copy	8.75

Also enclosed is an original and one copy of the Articles of Incorporation and the Acceptance of Designation as Registered Agent. A postage paid envelope is attached for your convenience in returning the certified copy.

Your assistance in this matter is appreciated.

TOTAL

Very truly yours,

\$78.75

DAVID C. WILLIS

DCW:lep Enclosures

cc: Scott C. Malchow

# 736854

PROFESSIONAL ASSOCIATION

#### ARTICLES OF INCORPORATION

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**OF** 

SECRETARY OF STATE TALLAHASSEE, FLORIDA

## MID-FLORIDA TRANSMISSION CENTERS, INC.

## **ARTICLE I**

The name of this Corporation is Mid-Florida Transmission Centers, Inc.

### ARTICLE II

The Corporation may engage in any and all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes. While pursuing its purposes, the Corporation may exercise the powers granted now or in the future by Chapter 607, Florida Statutes, and by common law.

## **ARTICLE III**

The aggregate number of shares which the Corporation shall have the authority to issue shall be 10,000 shares of common stock. Each of such shares shall have a par value of \$0.01 per share.

## **ARTICLE IV**

The street address and the mailing address of the place of business of the Corporation is 10782 Spring Brook Lane, Orlando, FL 32825. The address of the initial registered office maintained pursuant to Section 607.0501 F.S. is 10782 Spring Brook Lane, Orlando, FL 32825, and the name of the Corporation's initial registered agent to receive service of process is Scott C. Malchow.

#### ARTICLE V

The number of Directors constituting the initial Board of Directors is two (2). The number of Directors may be changed by Resolution of the Directors as provided in the Bylaws. The names and addresses of the Directors are:

**Name** 

Address

Scott C. Malchow

10782 Spring Brook Lane Orlando, FL 32825

Ken L. Wang

6059 Russell Drive

Hoffman Estates, IL 60192

## ARTICLE VI

The name and address of the incorporator is Scott C. Malchow, 10782 Spring Brook Lane, Orlando, FL 32825.

## ARTICLE VII

It is the intention of the Corporation to indemnify its officers, directors, employees, and agents to the extent permitted by Section 607.0850, Florida Statutes.

## ARTICLE VIII

The Corporation, its shareholders, or any combination of the Corporation and its shareholders, may enter into agreements limiting or restricting free transfer of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements, and when the existence of such agreement is noted on the face or on the back of certificates representing any such shares, such agreement will be binding and enforceable upon any transferee or successor of any party to such agreement.

DATED: March 30 , 2004.

A cott Cholcho

# STATE OF FLORIDA COUNTY OF ORANGE

<b>Q Q</b>	as acknowledged before me on March 30, 2004, by personally known to me or has produced as identification
sective. Miller with the is-	(type of identification).
	Just Dueman
	Name: Lestie E Perryman
	(Print Name)
(AFFIX NOTARY SEAL)	Notary Public - State of Florida
	My Commission Expires:

Leefle E Perryman
My Commission 20060778
Expires Merch 08, 2006

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That Mid-Florida Transmission Centers, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 10782 Spring Brook Lane, Orlando, Orange County, State of Florida, has named SCOTT C. MALCHOW as its agent to accept service of process within the State.

## **ACKNOWLEDGMENT**

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 agree to comply with the provisions of said Act relative to keeping open said office.

SCOTT C. MALCHOW

(Registered Agent)

# 736410

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SECNETARY OF STATE AND A SECNETARY OF STATE