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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

D+C Power, Inc.

Signature _____

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**ARTICLES OF INCORPORATION
OF
D & C POWER, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is **D & C POWER, INC.**

ARTICLE II - NATURE OF BUSINESS

The general character, purpose, and nature of business to be transacted by this corporation is to install and service DC power plants for communications, as well as any other activity or business legally permissible under the applicable laws of the State of Florida or the United States of America.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 7,500 shares of common stock, each share having a par value of \$1.00. Said authorized shares shall be voting shares.

Authorized capital stock may be paid for in cash, services or property at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is \$1,000.00.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The initial street address of the principal office of this corporation is to be at 2652 SE Piggyback Road, Arcadia, Florida 34266. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VII - REGISTERED AGENT

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

That **D & C POWER, INC.**, desiring to organize under the laws of the State of Florida, with its principal office in the City of Wauchula, County of Hardee, has named DEIRDRE WILLIS, as its agent to accept service of process within this State and does designate 2652 SE Piggyback Road, Arcadia, Florida 34266, as the registered office.

ARTICLE VIII - DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the bylaws but shall never be less than two (2).

ARTICLE IX - INITIAL DIRECTORS

The names and the street addresses of the initial directors, who shall hold office until their successors are elected and have qualified, is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Deirdre Willis	2652 SE Piggyback Road Arcadia, Florida 34266
Carey D. Willis	2652 SE Piggyback Road Arcadia, Florida 34266

ARTICLE X - OFFICERS

The officers of the corporation, who shall hold office until their successors are elected by the Board of Directors, shall be:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Deirdre Willis	President	2652 SE Piggyback Road Arcadia, Florida 34266
Carey D. Willis	Vice President / Secretary	2652 SE Piggyback Road Arcadia, Florida 34266

ARTICLE XI - SUBSCRIBERS

The names and the street addresses of the subscriber to these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>AMOUNT</u>
Deirdre Willis	2652 SE Piggyback Road Arcadia, Florida 34266	510	\$ 510.00
Carey D. Willis	2652 SE Piggyback Road Arcadia, Florida 34266	490	\$ 490.00

ARTICLE XII - EFFECTIVE DATE

These Articles of Incorporation shall be effective April 23, 2004.

ARTICLE XIII - 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 it to the stockholders, and approved at a stockholders' meeting by a majority (51%) of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged, and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 23 day of April, 2004.

Carey D. Willis
Carey D. Willis

Deirdre Willis
Deirdre Willis

**STATE OF FLORIDA :
COUNTY OF HARDEE :**

The foregoing instrument was acknowledged before me this 23 day of April, 2004, by Carey D. Willis and Deirdre Willis who are personally known to me.



J. Graham
NOTARY PUBLIC /
STATE OF FLORIDA AT LARGE

ACCEPTANCE

HAVING BEEN NAMED to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Deirdre Willis
Deirdre Willis
Registered Agent

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STATE OF FLORIDA
HARDEE COUNTY