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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3/21/05
BWK

LAW OFFICES
FRANK J. YONG, P.A.

4570 ST. JOHNS AVENUE, SUITE 1A
JACKSONVILLE, FLORIDA 32210

FRANK J. YONG
KATHLEEN M. SMITH, Paralegal

March 9, 2005

TELEPHONE
(904) 381-1901
TELECOPIER
(904) 381-1970
E-MAIL
fjyong@
yahoo.com

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

Re: CA-PAR Electric of Florida, Inc.

Dear Sir or Madam:

Enclosed for filing with the Division of Corporations are Articles of Incorporation and a Certificate Designating Registered Agent for the referenced entity. Also enclosed is this firm's check in the amount of \$78.75 representing your filing fees for these two documents of \$70.00 and \$8.75 to obtain a certified copy when available. **Please forward the certified copy to the undersigned at your earliest convenience.**

Thank you for your attention to this matter. Please do not hesitate to contact this office should you have questions regarding this matter.

Very truly yours,



Kathleen M. Smith, CLAS
Certified Legal Assistant

/kms
Enclosures

FILED

05 MAR 14 AM 9:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

CA-PAR Electric of Florida, Inc.

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is **CA-PAR Electric of Florida, Inc.**

ARTICLE II

Principal Office

The principal office and mailing address of the corporation shall be:

703 E. Bay Drive, Apt. 132C
Largo, Florida 33770.

ARTICLE III

Duration

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE IV

Nature of Business

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V

Capital stock

(a) **Authorized Capital.** The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a par value of \$1.00 per share.

(b) **Restrictions on Transfer of Stock.** The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 703 E. Bay Drive, Apt. 132C, Largo, Florida 33770, and the name of the initial registered agent of this corporation at that address is Michael Bertoniere.

ARTICLE VII

Directors

(a) **Number.** This corporation shall have no directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

(b) **Indemnification.** The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE VIII

Incorporator

The name and street address of the incorporator of this corporation is:

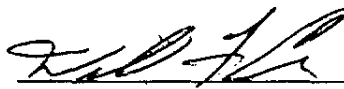
William F. Cain
2239 Richland Street
Kenner, LA 70062

ARTICLE IX

Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

23rd IN WITNESS WHEREOF, the incorporator has executed these Articles the
day of February, 2005.

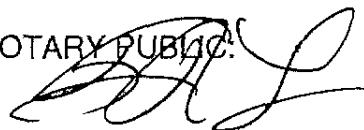


WILLIAM F. CAIN

STATE OF LOUISIANA
COUNTY OF JEFFERSON
PARISH

The foregoing instrument was acknowledged before me this 23rd day of
February, 2005, by **WILLIAM F. CAIN**, who is personally known to me and who took
an oath.

NOTARY PUBLIC:



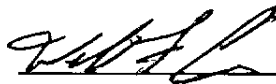
T. ROBERT LACOUR
Attorney & Notary Public #8077
3220 Williams Boulevard, Kenner
Jefferson Parish, Louisiana
My Commission is issued for life

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 48.091, 607.0501 and 607.0505, Florida Statutes, the following is submitted:

CA-PAR Electric of Florida, Inc., desiring to organize or qualify under the laws of the State of Florida hereby designates **MICHAEL BERTONIERE** as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be **703 E. Bay Drive, Apt. 132C, Largo, Florida 33770**.

DATED this 18th day of February, 2005.



WILLIAM F. CAIN, Incorporator

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

DATED this 5th day of FEBRUARY, 2005.



MICHAEL BERTONIERE, Registered Agent