

FEB. 15. 2006 12:43PM  
Division of Corporations

CAPITAL CONNECTION

NO. 4617 P. 1 of 1

PO6000022937

Florida Department of State  
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FLORIDA PROFIT/NON PROFIT CORPORATION

WILSON ELECTRIC OF FLORIDA, INC.

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Flori NO. 4617 pt P. 2 State



February 15, 2006

FLORIDA DEPARTMENT OF STATE

Division of Corporations

YOUR CAPITAL CONNECTION, INC.

SUBJECT: WILSON ELECTRIC OF FLORIDA, INC.  
REF: W06000007383

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Name conflict with P04000139650, WILSON'S ELECTRIC COMPANY

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Dale White  
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FAX Aud. #: H06000040145  
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**ARTICLES OF INCORPORATION**

**OF**

**WILSON ELECTRIC OF NORTH FLORIDA, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, being a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I. NAME OF CORPORATION**

The name of this corporation shall be: **WILSON ELECTRIC OF NORTH FLORIDA, INC.**

**ARTICLE II. GENERAL NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

**ARTICLE III. STOCK**

The maximum number of shares of stock that this corporation shall be authorized to issue and have outstanding at any one time is 100 shares of common stock having no par value.

**ARTICLE IV. CORPORATE EXISTENCE**

This corporation shall exist perpetually unless dissolved according to law.

**ARTICLE V. ADDRESS OF CORPORATION**

The street address of the principal office of the corporation is: 109 Industrial Loop North, Orange Park, Florida 32073.

The Board of Directors may, from time to time, move the office to any other place in the State of Florida.

The corporation shall have, with the agreement of the Board of Directors, the privilege of establishing branch offices within the State of Florida or within any other State that the Board of Directors deem necessary and proper.

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**ARTICLE VI. INITIAL REGISTERED OFFICE & AGENT**

The name and address of the Registered Agent and the address of the Registered Office of this corporation is: ***Ira J. Adams, Jr., Adams Interior Contractors, Inc.,*** 109 Industrial Loop North, Orange Park, Florida 32073.

**ARTICLE VII. DIRECTORS**

The corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by by-laws adopted by the stockholders, but shall never be less than one (1).

The names and addresses of the Directors of the corporation are:

IRA J. ADAMS, JR..	William C. Wilson
109 Industrial Loop North	2480 Silvermoss Circle
Orange Park, Florida 32073	Middleburg, Florida 32068.

The bylaws of the corporation shall state the manner in which director is appointed.

**ARTICLE VIII. SUBSCRIBERS**

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

IRA J. ADAMS, JR.	William C. Wilson
109 Industrial Loop North	2480 Silvermoss Circle
Orange Park, Florida 32073	Middleburg, Florida 32068.

**ARTICLE XI. OFFICERS**

The names and addresses of the officers of the Corporation and the offices they will hold for the first year of existence unless sooner terminated in accordance with the bylaws to be adopted by the Corporation are as follows:

IRA J. ADAMS, JR.	CEO/Vice President/ Secretary
109 Industrial Loop North	
Orange Park, Florida 32073	
WILLIAM C. WILSON	President/Assistant Secretary/Treasurer
2480 Silvermoss Circle	
Middleburg, Florida 32068	

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**ARTICLE IX. SELF DEALING**

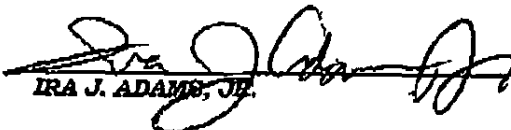
No contract or other transaction between the corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the Directors of the Corporation is or are directors or officers of such corporation; and any director or directors, individually or jointly, may be a party or parties to or may be interested in any such contract or transaction of the corporation or in which the corporation is interested; and no contract, act or transaction, in the absence of fraud, shall be affected or invalidated by the fact that any director or directors of the corporation is a party or are 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 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. Any director of the corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled corporation.

**ARTICLE X. 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 them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereupon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as incorporator, has executed the foregoing Articles of Incorporation on the 13th day of February, 2006.

  
\_\_\_\_\_  
WILLIAM C. WILSON

  
\_\_\_\_\_  
IRA J. ADAMS, JR.

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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST, that **WILSON ELECTRIC OF NORTH FLORIDA, INC.** desiring to organize under the laws of the State of Florida with its registered office at 109 Industrial Loop North, Orange Park, Florida 32073, has named Ira J. Adams, Jr. at 109 Industrial Loop North, Orange Park, Florida 32073, as its Agent to accept service of process within this state.

Having been named 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, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with, and accept, the obligations of this position.

**REGISTERED AGENT**

*Ira J. Adams, Jr.*  
**IRA J. ADAMS, JR.**

**FILED**  
**06 FEB 15 PM 1:04**  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF DUVAL

Sworn to and subscribed before me this 13th day of February, 2006, by Ira J. Adams, Jr., who is personally known to me.

*Rhonda O'Brien*  
Notary Public, State of Florida  
Name: **Rhonda O'Brien**  
My Commission Expires: **3/09/06**



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