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SHELL, FLEMING, DAVIS & MENGE  
ATTORNEYS AT LAW  
PENSACOLA, FLORIDA/ 32598-1831

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DANNY L. KEPNER  
BOARD CERTIFIED CIVIL TRIAL LAWYER  
CHARLES L. HOFFMAN, JR.  
STEPHEN B. SHELL  
MAUREEN DUKINAN  
BOARD CERTIFIED CRIMINAL TRIAL LAWYER  
ALSO LICENSED IN NEW YORK  
JAN SHACKELFORD

October 14, 1994

POST OFFICE BOX 1831  
226 PALATKA PLACE  
SEVENTH FLOOR SEVILLE TOWER  
AREA CODE 904  
TELEPHONE 434-2411  
FAX # 435-1074

200001303452  
-10/17/94--01067--007  
\*\*\*\*122.50 \*\*\*\*122.50

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, FL 32314

Re: OVERSTREET ELECTRIC CO., INC.

Gentlemen:

Please find enclosed the original and one copy of the Articles of Incorporation for the referenced corporation. Both have been subscribed and acknowledged by the incorporator. If the articles meet with your approval, we would appreciate your filing the original and certifying and returning the copy to our office.

Also enclosed is our client's check for \$122.50 representing payment of the following items:

Filing fee	\$35.00
Certified copy of articles	52.50
Registered Agent Designation	35.00

Thank you for your assistance in this matter.

Yours sincerely,

SHELL, FLEMING, DAVIS & MENGE

Charles L. Hoffman, Jr.

CLHjr/ecv  
Enclosures  
H1461-19881

SDX

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
OCT 17 PM 12:31

ARTICLES OF INCORPORATION  
OF  
OVERSTREET ELECTRIC CO., INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
94 OCT 17 PM 12:31

The undersigned Incorporator files these Articles of Incorporation in order to form a corporation under the Florida General Corporation Act.

ARTICLE I. CORPORATE NAME

The name of this corporation shall be OVERSTREET ELECTRIC CO., INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS

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. TERM OF EXISTENCE

This corporation shall exist perpetually unless dissolved according to law.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is seven thousand five hundred (7,500) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any shares or securities of the corporation convertible into or carrying a right to subscribe to shares of this corporation of the same kind, class, or series as that which he holds, shall have the right to purchase his pro rata share at the price at which it is offered to others.

**ARTICLE VI. PRINCIPAL OFFICE AND MAILING ADDRESS**

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

Overstreet Electric Co., Inc.  
144 Pecan Place  
Pace, Florida 32571

The Board of Directors may change the address from time to time to any other address in the State of Florida.

**ARTICLE VII. REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Registered Agent and the street address of the initial Registered Office of this corporation in the State of Florida shall be:

Benjamin Jacob Overstreet, IV  
144 Pecan Place  
Pace, Florida 32571

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

**ARTICLE VIII. BOARD OF DIRECTORS**

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

**ARTICLE IX. INITIAL DIRECTORS**

The names of the initial directors of this corporation and their street addresses are:

Benjamin Jacob Overstreet, IV  
144 Pecan Place  
Pace, Florida 32571

Mary Zim Overstreet  
144 Pecan Place  
Pace, Florida 32571

The persons named as initial directors shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

**ARTICLE X. RESTRICTIONS ON TRANSFER OF STOCK**

The corporation, and, subject to the priority of the corporation, the remaining stockholders of the corporation, shall have a preference in the purchase of any shares of the capital stock of the corporation, and any attempted sale of such shares of stock in violation of this provision shall be null and void. In case a stockholder, his personal representatives, heirs, devisees, legatees, pledgee, assignee, receiver, trustee in bankruptcy or any other person holding under or in privity with any stockholder, desires to sell his shares of stock, he shall file notice in writing of such intention with the Secretary of the corporation, stating the price and terms upon which he desires to sell such stock, and unless the terms of such offer are accepted by the corporation within ten (10) days, it shall be deemed to have waived its privilege of purchasing. In the event that the corporation is legally unable to purchase such stock or otherwise waives its privilege of purchasing, the Secretary of the corporation shall mail a written notice to all of the remaining stockholders, by certified mail, return receipt requested, advising them of the terms of such offer, and unless the terms of such offer are accepted by any or all of the other stockholders within ten (10) days from the date of mailing such notice, they shall be deemed to

have waived their privilege of purchasing, and the stockholders or the person in privity with him desiring to sell shall be at liberty to effect a sale upon the terms of such offer. No stockholder who has given notice pursuant to this Article, may thereafter sell such stock for a price or upon terms different than the offer contained in such notice, without again complying with the notice requirements of this Article. Neither the corporation, nor the remaining stockholders (collectively), may exercise their privilege of purchasing as to any shares of stock less than the total number of shares involved in such offer.

#### ARTICLE XI. INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### ARTICLE XII. INCORPORATORS

The names and street addresses of the Incorporators of this corporation are:


Benjamin Jacob Overstreet, IV	Mary Zim Overstreet
144 Pecan Place	144 Pecan Place
Pace, Florida 32571	Pace, Florida 32571

#### 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 them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders

sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

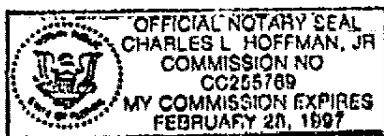
IN WITNESS WHEREOF, the undersigned, as Incorporators, have executed the foregoing Articles of Incorporation on this 14<sup>th</sup> day of October, 1994.


  
BENJAMIN JACOB OVERSTREET, IV -  
INCORPORATOR

  
MARY ZIM OVERSTREET - INCORPORATOR

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

BEFORE ME, a Notary Public, personally appeared BENJAMIN JACOB OVERSTREET, IV, and MARY ZIM OVERSTREET, husband and wife, who are personally known to me or who have produced Fl. driver licenses as identification, to me known to be the persons described as Incorporators and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to these Articles of Incorporation on the 14 day of October, 1994.



  
Typed Name: \_\_\_\_\_  
Notary Public  
My commission expires: 2/20/97

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for OVERSTREET ELECTRIC CO., INC., at the place designated in the Articles of Incorporation, BENJAMIN JACOB OVERSTREET, IV, agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping such office open.

DATE: October 14, 1997

  
BENJAMIN JACOB OVERSTREET, IV

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
94 OCT 17 PM 12:31

**FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00**

CORPORATION  
ANNUAL REPORT  
1995



FLORIDA DEPARTMENT OF STATE  
Sarah B. Wynn  
Secretary of State  
DIVISION OF CORPORATIONS

APPROVED  
AND  
FILED

DOCUMENT # P94000076345 (5)

1. Corporation Name

OVERSTREET ELECTRIC CO., INC.

MAY 10 AM 10:35

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Principal Place of Business

144 PECAN PL  
PACE FL 32571

Mailing Address

144 PECAN PL  
PACE FL 32571

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

10/17/1994

3a. Date of Last Report

2. Principal Place of Business

21

Suite, Apt. #, etc.

22

City & State

23

Zip

Country

2a. Mailing Address

26

Suite, Apt. #, etc.

27

City & State

28

Zip

Country

4. FEI Number

59-3272943

Applied For  
Not Application

5. Certificate of Status Desired

\$8.75 Additional  
Fee Required

6. Election Campaign Financing  
Trust Fund Contribution

\$5.00 May Be  
Added to Fees

8. This corporation has liability for intangible tax under S. 190.032,  
Florida Statutes  Yes  No

9. Name and Address of Current Registered Agent

OVERSTREET, BENJAMIN J IV  
144 PECAN PL  
PACE FL 32571

10. Name and Address of New Registered Agent

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

FL

85

Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1506, Florida Statutes, the above named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

(Signature, typed or printed name of registered agent and the corporation)

(NOTE: Registered Agent signature required on new corporation)

DATE

12. OFFICERS AND DIRECTORS

TITLE  
NAME  
STREET ADDRESS  
CITY-ST-ZIP

D  
OVERSTREET, BENJAMIN J IV  
144 PECAN PL  
PACE FL 32571

TITLE  
NAME  
STREET ADDRESS  
CITY-ST-ZIP

D  
OVERSTREET, MARY Z  
144 PECAN PL  
PACE FL 32571

TITLE  
NAME  
STREET ADDRESS  
CITY-ST-ZIP

TITLE  
NAME  
STREET ADDRESS  
CITY-ST-ZIP

TITLE  
NAME  
STREET ADDRESS  
CITY-ST-ZIP

TITLE  
NAME  
STREET ADDRESS  
CITY-ST-ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE  
12 NAME  
13 STREET ADDRESS  
14 CITY-ST-ZIP

Change  Addition

21 TITLE  
22 NAME  
23 STREET ADDRESS  
24 CITY-ST-ZIP

Change  Addition

31 TITLE  
32 NAME  
33 STREET ADDRESS  
34 CITY-ST-ZIP

Change  Addition

41 TITLE  
42 NAME  
43 STREET ADDRESS  
44 CITY-ST-ZIP

Change  Addition

51 TITLE  
52 NAME  
53 STREET ADDRESS  
54 CITY-ST-ZIP

Change  Addition

61 TITLE  
62 NAME  
63 STREET ADDRESS  
64 CITY-ST-ZIP

Change  Addition

14. I do hereby certify that the information reported with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(b), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the trustee or trustee empowered to execute this report as required by Chapter 607, Florida Statutes, and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:

*Benjamin J. Overstreet*  
BENJAMIN J. OVERSTREET W 4/30/95

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Division Three

904-994-1930