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TALLAHASSEE, FL 32301
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ACCOUNT NO. : 072100000032

REFERENCE : 581056 9270A

AUTHORIZATION : Patricia Pyzato

COST LIMIT : \$ 122.50

ORDER DATE : April 18, 1995

ORDER TIME : 9:48 AM

ORDER NO. : 581056

CUSTOMER NO: 9270A

200001458712

CUSTOMER: Ms. Pamela Babson
JOE MIKLAS, P.A.

P. O. Box 366

Islamorada, FL 33036

DOMESTIC FILING

NAME: HOLLAND ELECTRIC OF THE
FLORIDA KEYS, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

T. BROWN APR 18 1995

FILED
95 APR 18 AM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
HOLLAND ELECTRIC OF THE FLORIDA KEYS,

FILED
95 APR 18 AM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is HOLLAND ELECTRIC OF THE FLORIDA KEYS, INC.

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

The purpose of this corporation is to engage in the transaction of any and all business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is one thousand (1000) shares of common stock, each share having a par value of ONE DOLLAR (\$1.00).

ARTICLE V - ADDRESS

The registered office and principal office address of this corporation is 82754 Overseas Highway, Islamorada, Monroe County, Florida 33036. The mailing address for the corporation is 912 Tropical Lane, Key Largo, Florida 33037.

ARTICLE VI - OFFICERS

The name and address of the initial officers of the corporation, who shall hold offices for the first year of the corporation's existence, or until his successors are elected or appointed is as follows:

WILLIAM R. CHEER
President, Vice President, Secretary, Treasurer
912 Tropical Lane
Key Largo, Florida 33037

ARTICLE VII - DIRECTORS

This corporation shall have one director initially. The name and address of the initial member of the Board of Directors is:

WILLIAM R. CHEER, 912 Tropical Lane, Key Largo, FL 33037

ARTICLE VIII - SUBSCRIBER AND REGISTERED AGENT

The name and address of the incorporator and Registered Agent of this corporation is as follows:

WILLIAM R. CHEER, 912 Tropical Lane, Key Largo, FL 33037

ARTICLE IX - SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation shall file as a subchapter S corporation.

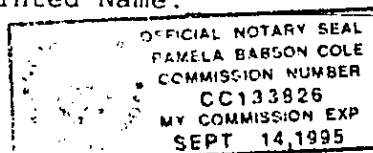
IN WITNESS WHEREOF, the undersigned subscriber has executed the foregoing Articles of Incorporation this 17 day of April 1995.

WILLIAM R. CHEER
Subscriber - WILLIAM R. CHEER

STATE OF Florida
COUNTY OF Monroe

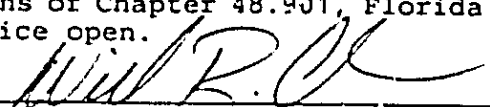
THE FOREGOING INSTRUMENT was acknowledged before me this 17 day of April, 1995 by WILLIAM R. CHEER, to me personally known to be the person described in and who executed the foregoing Articles of Incorporation, or who produced personally known as identification and he acknowledged before me that he executed the same for the purposes therein expressed, and who did take an oath.

PAMELA BABSON COLE
Notary Public - State of Florida
Printed Name:



ACKNOWLEDGEMENT OF REGISTERED AGENT:

Having been named to accept service of process for the foregoing corporation at 912 Tropical Lane, Key Largo, Monroe County, Florida 33037, I hereby accept to act in this capacity and agree to comply with provisions of Chapter 48.901, Florida Statutes relative to keeping said office open.


WILLIAM R. CHEER - Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA