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ACCOUNT NO. : 072100000032

REFERENCE : 583159 8631A

AUTHORIZATION :

COST LIMIT : 9 PPD

ORDER DATE : April 21, 1995

ORDER TIME : 10:50 AM

ORDER NO. : 583159

CUSTOMER NO: 8631A

CUSTOMER: Mr. Leslie Browning
TREISER KOBZA & VOLPE

Suite 330
4001 Tamiami Trail, North
Naples, FL 33940

500001462195
-04/21/95--01041--028
****122.50 ****122.50

DOMESTIC FILING

NAME: SOUTHWEST LIGHTING & ELECTRIC

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: Lodie Krebs

EXAMINER'S INITIALS:

T. BROWN APR 21 1995

FILED
95 APR 21 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

SOUTHWEST LIGHTING & ELECTRIC SUPPLY, INC.

FILED
95 APR 21 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the sole incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME AND ADDRESS

The name of the corporation is Southwest Lighting & Electric Supply, Inc.. The address of the corporation is 4058 NW 73rd Way, Coral Springs, Florida 33065.

ARTICLE II

DURATION

This corporation shall commence its existence on the date of filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE III

PURPOSE

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

ARTICLE IV

SHARES

The corporation shall have the authority to issue Seven Thousand Five Hundred (7,500) shares of common stock, all of one, class, with a par value of One Dollar (\$1.00) per share.

ARTICLE V

PRE-EMPTIVE RIGHTS

There shall be no pre-emptive rights for any shareholder.

ARTICLE VI

INCORPORATOR

The name and address of the sole incorporator is Mr. Randal Boone, 4058 NW 73rd Way, Coral Springs, Florida 33065.

ARTICLE VII

BY-LAWS

The first By-Laws of the corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded by the Board of Directors of the shareholders in the manner provided in the By-Laws.

ARTICLE VIII

BOARD OF DIRECTORS

The business and the affairs of this corporation shall be managed by a Board of Directors, which shall be elected by the shareholders and serve as provided in the By-Laws. The number and term of the Directors shall be established from time to time according to the procedure provided in the By-Laws. The corporation shall have two (2) directors initially, and the name and address of such initial Directors are as follows:

Mr. Randal Boone
4058 NW 73rd Way
Coral Springs, Florida 33065

Mr. Alberto Levy
13804 SW 83rd Court
Miami, Florida 33158

ARTICLE IX

CONTRACTS WITH DIRECTORS

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be

a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may not be counted in determining the existence of a quorum and may not participate in or vote at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction.

ARTICLE X

SHAREHOLDERS' PROPERTY

The private property of the shareholders shall not be subject to payment of the corporate debts to any extent.

ARTICLE XI

INDEMNIFICATION

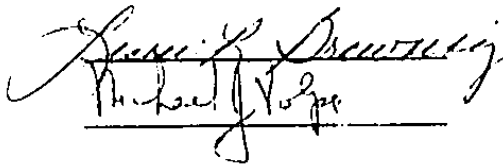
The corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

ARTICLE XII

REGISTERED AGENT AND OFFICE

The registered agent of the corporation is Michael J. Volpe, Esquire and the address of the registered office is c/o Treiser, Kobza & Volpe, Chartered, 4001 North Tamiami Trail, Suite 330, Naples, Florida 33940.

IN WITNESS WHEREOF, the incorporator has affixed his signature on the 20th day of April, 1995.



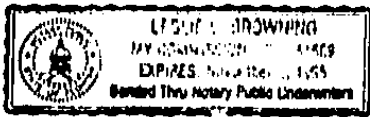
Michael J. Volpe



RANDAL BOONE

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 2nd day of April, 1995, by RANDAL BOONE, who is personally known to me (or has produced _____ as identification) and did take an oath.



Leslie L. Browning
Notary Public

LESLIE L. BROWNING
Typed, Printed or Stamped Name
Commission No: CC-151567

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

Having been designated in the foregoing Articles of Incorporation as the Registered Agent of the above-named corporation to accept service of process for said corporation, at the place designated as the Registered Office, I hereby accept such designation and agree to act in such capacity and to comply with the provisions of the Florida General Corporation law in all other respects.

Dated this 20th day of April, 1995.

Michael J. Volpe
MICHAEL J. VOLPE