

200 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-9171  
904-222-9111

800-342-8086



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PROFESSIONAL  
LEGAL & FINANCIAL SERVICES

7600004352

ACCOUNT NO : 072100000032

REFERENCE : 001309 7531B

AUTHORIZATION :

COST LIMIT : \$ FPD

ORDER DATE : January 12, 1996

ORDER TIME : 12:39 PM

ORDER NO. : 001309

CUSTOMER NO: 7531B

CUSTOMER: Mr. Clinton Crabtree  
GENERAL BUSINESS SERVICES INC.

P. O. Box 2485

Brandon, FL 33509

300001688873  
-01/12/96--01090--016  
\*\*\*\*122.50 \*\*\*\*122.50

DOMESTIC FILING

NAME: BATTERY-ELECTRICAL  
"SPECIALISTS" CO. INC.

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Prezeau

EXAMINER'S INITIALS:

T. BROWN JAN 16 1996

FILED  
96 JAN 12 AM 8:16  
RECEIVED  
96 JAN 12 PM 2:19  
DIVISION OF CORPORATION  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

**ARTICLES OF INCORPORATION  
OF**

**BATTERY-ELECTRICAL "SPECIALISTS" CO. INC**

FILED  
96 JAN 12 AM 8:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, THE UNDERSIGNED INCORPORATOR, DO HEREBY MAKE, SUBSCRIBE, ACKNOWLEDGE, AND FILE WITH THE STATE OF FLORIDA, THESE ARTICLES OF INCORPORATION FOR THE PURPOSE OF FORMING A CORPORATION FOR PROFIT, BY AND UNDER THE PROVISIONS OF THE STATUTES OF THE SAID STATE OF FLORIDA, PROVIDING FOR THE FORMATION, RIGHTS, PRIVILEGES, IMMUNITIES AND LIABILITIES OF CORPORATIONS FOR PROFIT.

**ARTICLE I NAME**

THE NAME OF THIS CORPORATIONS SHALL BE BATTERY-ELECTRICAL "SPECIALISTS" CO. INC.

**ARTICLE II DURATION**

THIS CORPORATION SHALL EXIST PERPETUALLY, UPON FILING WITH THE SECRETARY OF STATE.

**ARTICLE III TYPE OF BUSINESS**

THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA'S GENERAL CORPORATION ACT.

**ARTICLE IV CAPITAL STOCK**

THE TOTAL NUMBER OF SHARES AUTHORIZED TO BE ISSUED BY THE CORPORATION IS 7000 SHARES WITH A PAR VALUE OF \$1.00 PER SHARE. ALL OF SAID SHARES SHALL BE COMMON STOCK. SAID STOCK SHALL BE PAID FOR IN CASH, SERVICES OR PROPERTY, AS THE BOARD OF DIRECTORS MAY APPROVE OR PROVIDE FOR. ALL SHARES SHALL BE FULLY PAID AND NON ASSESSABLE.

**ARTICLE V CAPITAL**

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION SHALL COMMENCE BUSINESS WILL BE \$500.00.

**ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT**

THE STREET ADDRESS OF THE INITIAL REGISTERED/PRINCIPAL OFFICE OF THIS CORPORATION IS 316 E. WATERS AVE., TAMPA, FL. 33604. THE NAME OF THE REGISTERED AGENT AT THAT ADDRESS IS LAURENCE W. HAHN.

**ARTICLE VII DIRECTORS**

THE CORPORATION SHALL HAVE ONE DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS SHALL NOT BE LESS THAN ONE NOR MORE THAN FIVE. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME BY A MAJORITY VOTE OF THE STOCKHOLDERS.

## **ARTICLE VIII BOARD OF DIRECTORS**

THE NAME AND ADDRESS OF EACH OF THE INITIAL MEMBERS(S) OF THE BOARD OF DIRECTORS ARE AS FOLLOWS:

LAURENCE W. HAHN, 3350 FOX RIDGE CIR., TAMPA FL. 33618

## **ARTICLE IX INCORPORATORS**

THE NAME(S) AND ADDRESS OF EACH OF THE INITIAL SUBSCRIBERS(S) SIGNING THESE ARTICLES IS AS FOLLOWS:

LAURENCE W. HAHN, 3350 FOX RIDGE CIR., TAMPA FL. 33618

## **ARTICLE X BYLAWS**

THE POWER TO ADOPT, ALTER, AMEND OR REPEAL BYLAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND THE SHAREHOLDERS

## **ARTICLE XI ADOPTION OF BY LAWS**

AN ORGANIZATIONAL MEETING OF THE SUBSCRIBERS OR THEIR ASSIGNS SHALL BE HELD, AT THE CALL OF THE DIRECTOR(S), FOR THE PURPOSE OF COMPLETING THE ORGANIZATION OF THE CORPORATION AND THE ADOPTION OF THE BYLAWS AND THE TRANSACTION OF SUCH OTHER BUSINESS AS MAY COME BEFORE THE MEETING.

## **ARTICLE XII AMENDMENT**

THE CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENT HERETO, IN A MANNER AS 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 A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON, UNLESS ALL THE DIRECTORS AND ALL THE STOCKHOLDERS SIGN A WRITTEN STATEMENT MANIFESTING THEIR INTENTION THAT A CERTAIN AMENDMENT OF THESE ARTICLES OF INCORPORATION BE MADE. ANY RIGHTS CONFERRED UPON THE SHAREHOLDER IS SUBJECT TO THIS RESERVATION.

## **ARTICLE XIII TERMS OF ISSUING STOCK**

STOCK TO BE ISSUED PURSUANT TO THESE ARTICLES OF INCORPORATION SHALL BE ISSUED UNDER THE TERMS, PROVISIONS, AND CONDITIONS OF SECTION 1244 OF THE INTERNAL REVENUE CODE.

## **ARTICLE XIV RESTRICTIONS ON TRANSFER OF STOCK**

SHARES OF CAPITAL STOCK OF THIS CORPORATION SHALL BE ISSUED INITIALLY TO THE FOLLOWING PERSONS IN THE AMOUNTS SET OPPOSITE THEIR NAMES:

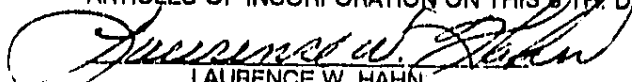
LAURENCE W. HAHN.....400

DONNA L. HAHN.....50

LAURENCE W. HAHN JR..50

SHARES HELD BY THE INITIAL SHAREHOLDERS LISTED ABOVE MAY NOT BE RESOLD OR OTHERWISE TRANSFERRED TO OTHER PERSONS OR CORPORATIONS UNLESS SUCH SHARES ARE FIRST OFFERED TO THE REMAINING SHAREHOLDERS OR TO THIS CORPORATION, THE PRICE AND TERMS OF SUCH OFFER, AND THE TIME WITHIN WHICH SUCH SHARES MAY BE OFFERED AND SOLD SHALL BE FURTHER SPECIFIED BY WRITTEN AGREEMENT AMONG ALL THE SHAREHOLDERS AND THIS CORPORATION.

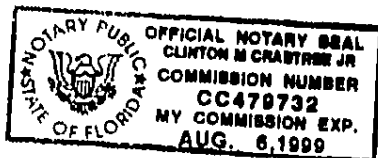
IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY NAME AND AFFIXED MY SEAL TO THESE ARTICLES OF INCORPORATION ON THIS 8 TH. DAY OF JANUARY 1998.

  
LAURENCE W. HAHN

STATE OF FLORIDA, COUNTY OF HILLSBOROUGH, BEFORE ME, THE UNDERSIGNED AUTHORITY, PERSONALLY APPEARED LAURENCE W. HAHN WHO BEING FIRST DULY SWORN, DEPOSES AND SAYS THAT HE IS THE INDIVIDUAL DESCRIBED IN AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION AND ACKNOWLEDGE BEFORE ME THAT THEY EXECUTED SAME FOR THE PURPOSE THEREIN STATED. WITNESS MY HAND AND OFFICIAL SEAL IN THE ABOVE NAMED COUNTY AND STATE THIS 8 TH. DAY OF JANUARY 1998.

  
CLINTON M. CRABTREE

MY COMMISSION EXPIRES: AUGUST 6, 1999



CERTIFICATE DESIGNATING THE PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING THE AGENT UPON WHOM PROCESS MAY BE SERVED PURSUANT TO CHAPTER 48.091 OF THE FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPLE OFFICE OF BUSINESS LOCATED AT **318 E. WATERBURY AVE., TAMPA, FL 33604** COUNTY OF HILLSBOROUGH, STATE OF FLORIDA, HAS NAMED LAURENCE W. HAHN AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THAT STATE. ACKNOWLEDGEMENT: HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH THE PROVISIONS OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

  
LAURENCE W. HAHN

FILED  
96 JUL 12 AM 8 16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA