

P96000017948

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

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ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Intelmeter, FILED

96 FEB 27 PM 2:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☒ Capital Express™

Art. of Inc. File _____

Corp. Record Search _____

Ltd. Partnership File _____

☒ Foreign Corp. File _____

() Cert. Copy(s) _____

Art. of Amend. File _____

Dissolution/Withdrawal _____

C U S- _____

Fictitious Name File _____

Name Reservation _____

Annual Report/Reinstatement _____

Reg. Agent Service _____

Document Filing _____

Corporate Kit _____

Vehicle Search _____

Driving Record _____

Document Retrieval _____

UCC 1 or 3 File _____

UCC 11 Search _____

UCC 11 Retrieval _____

File No.'s, _____ Copies _____

Courier Service _____

Shipping/Handling _____

Phone () _____

Top Priority _____

Express Mail Prep. _____

FAX () _____ pgs. _____

SUBTOTALS _____

FEE.....

DISBURSED.....

SURCHARGE.....

TAX on corporate supplies.....

SUBTOTAL.....

PREPAID.....

BALANCE DUE.....

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Plus 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION

OF

INTELMETER, INC.

FILED

96 FEB 27 PM 2:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned Incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of this corporation shall be:

Intelmeter, Inc.

Its principal place of business and/or mailing address shall be:

4649 N.W. 36th Street
Miami, FL 33166

ARTICLE II
NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III
AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 100 shares of Common Stock having a par value of \$0.01 per share.

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation, having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

ARTICLE IV
TERMS OF EXISTENCE

The term of this Corporation shall commence with the filing of these Articles of Incorporation. The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

710 South Dixie Highway
Coral Gables, Florida 33146

The name of the initial registered agent of this Corporation at that address shall be:

J.M. Guarch, Jr., Esquire

ARTICLE VI
BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors, which shall have one (1) director initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws of the Corporation.

ARTICLE VII
DIRECTORS - NAMES AND STREET ADDRESSES

The names and street addresses of the members of the first Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

Manuel Guarch, Jr.
4649 N.W. 36th Street
Miami, FL 33166

ARTICLE VIII
INCORPORATOR

The name and street address of the Incorporator signing these Articles of Incorporation is as follows:

Manuel Guarch, Jr.
4649 N.W. 36th Street
Miami, FL 33166

IN WITNESS WHEREOF, the undersigned Incorporator has made and subscribed these Articles of Incorporation at Miami, Florida, for the uses and purposes aforesaid, this 23 day of February, 1996.



Manuel Guarch, Jr.
Incorporator

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

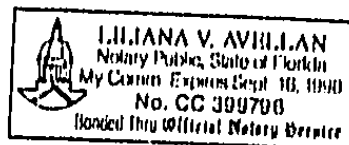
THE FOREGOING Instrument was acknowledged before me this 23rd day of February, 1996, by Manuel Guarch, Jr., who is personally known to me or who has produced the following as identification: _____ and who did/did not take an oath.

Liliana Avellan
Notary Public, State of Florida

Name of Notary, Typed/Printed


Commission Number

My Commission Expires:




DESIGNATION AND ACCEPTANCE
OF
REGISTERED AGENT

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, Intelmeter, Inc. having filed its Articles of Incorporation contemporaneously herewith, with its registered offices as indicated therein at 710 South Dixie Highway, Coral Gables, Florida 33146, has named J.M. Guarch, Jr., Esquire, located thereat as its registered agent to accept service of process within this state.



Manuel Guarch, Jr.
Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept the appointment to act in this capacity, and agree to comply with the laws of Florida applicable thereto.



J.M. Guarch, Jr. Esquire
Registered Agent.

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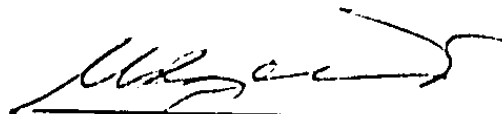
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII
INCORPORATOR

The name and street address of the Incorporator signing these Articles of Incorporation is as follows:

Manuel Guarch, Jr.
4649 N.W. 36th Street
Miami, FL 33166

IN WITNESS WHEREOF, the undersigned Incorporator has made and subscribed these Articles of Incorporation at Miami, Florida, for the uses and purposes aforesaid, this 25th day of February, 1996.



Manuel Guarch, Jr.
Incorporator

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

THE FOREGOING instrument was acknowledged before me this 25th day of February, 1996, by Manuel Guarch, Jr., (who is personally known to me or who has produced the following as identification: _____ and who did/did not take an oath.