

P96000025419

LESTER & MITCHELL, P.A.
ATTORNEYS AT LAW

DON H. LESTER
SCOTT F. MITCHELL

March 15, 1996

218 East Ashley Street
Jacksonville, FL 32202
(904) 398-8850
Telecopier (904) 398-8850

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

EFFECTIVE DATE
March 15, 1996

Re: Incorporation of H&R Electrical Co., Inc.

Dear Sirs:

100001749011
-03/19/96--01066--001
****122.50 ****122.50

Enclosed for filing with the Department of State are the Articles of Incorporation and Certificate Designating Registered Agent for H & R Electrical Co., Inc. Our check in the amount of \$122.50 is also enclosed as payment for the filing fees.

Once a corporate number has been assigned, please advise us to the effective date, the document number and return a certified copy of the Articles in the enclosed, pre-addressed, stamped envelope.

Thank you for your assistance in this matter. If you have any questions, please do not hesitate to contact our office.

Very truly yours,

Barbara C. Morrison

Barbara C. Morrison
Legal Assistant

DHL/bcm
Enclosures.
SecState.Ltr

FILED
95 MAR 13 AM 9:09
DIVISION OF STATE
CORPORATIONS
TALLAHASSEE, FLORIDA

63 3/22/96

ARTICLES OF INCORPORATION
OF
H & R ELECTRICAL CO., INC.

96 MAR 18 AM 9:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, adopts the following Articles of Incorporation:

Article I
Name

EFFECTIVE DATE
March 15, 1996

Section 1.1. Name. The name of the corporation shall be H & R Electrical Co., Inc.

Article II
Principal Office and Mailing Address

Section 2.1. Principal Office and Mailing Address. The principal place of business and mailing address of this corporation shall be Route 2, Box 536, Callahan, Florida 32011.

Article III
Capital Stock

Section 3.1. Capital Stock. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a par value of \$1.00 per share.

Section 3.2. Restriction on Transfer of Stock. The shareholders may, by bylaw provision, by shareholders' agreement recorded in the minute book or by endorsement on each stock certificate, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

Article IV
Initial Registered Agent and Address

Section 4.1. Name and Address. The name and street address of the initial registered agent of this corporation is Don H. Lester, Esquire, 218 East Ashley Street, Jacksonville, Florida 32202.

Article V
Incorporator

Section 5.1. Name and Address. The name and address of the incorporator of this corporation is Richard P. Hicken, Route 2, Box 536, Callahan, Florida 32011.

Article VI
Duration

Section 6.1. Duration. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed, March 15, 1996, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed, corporate existence shall commence upon filing by the Department of State.

Article VII
Purposes

Section 7.1. Purposes. This corporation is organized for the purpose of transacting any of all lawful business permitted under the laws of the United States and of the State of Florida.

Article VIII
Directors

Section 8.1. Number. This corporation shall have two (2) directors initially. The number of directors may be increased from time to time as provided in the bylaws, but shall never be less than one (1).

Section 8.2. Initial Directors. The name and street address of the initial directors of the corporation is:

<u>NAME</u>	<u>STREET ADDRESS</u>
Richard P. Hicken	Route 2, Box 536 Callahan, Florida 32011
Harry Hollie	Route 2, Box 536 Callahan, Florida 32011

Section 8.3. Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

Section 8.4. Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

Article IX
Bylaws

Section 9.1. Bylaws. The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend, or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

Article X
Amendment

Section 10.1. Amendment. This corporation reserves the right to amend or repeal any provision contained in the Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation as of March 15, 1996.


Richard P. Hicken

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 48.091, 607.0501 and 607.0505,
Florida Statutes, the following is submitted:

H & R Electrical Co., Inc., hereby designates Don H. Lester,
as its registered agent to accept service of process within the
State of Florida, and the address of its registered office shall be
218 East Ashley Street, Jacksonville, Florida 32202.

Dated as of March 15, 1996.

Don H. Lester
Don H. Lester

Having been named as registered agent to accept service of
process for the above stated corporation, at the place designated
in this certificate, I hereby accept the appointment as registered
agent and agree to act in this capacity. I further agree to comply
with the provisions of all statutes relating to the proper and
complete performance of my duties, and I am familiar with and
accept the obligations of my position as registered agent.

Dated as of March 15, 1996.

Don H. Lester
Don H. Lester

95 MAR 18 AM 9:10
RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA