

CAPITAL CONNECTION, INC.

417 1/2 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 _____
 FIRM _____
 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 \$ _____

PH 4/16/94

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE			
TIME	<i>4/16</i>		CK No. _____
BY	<i>[Signature]</i>		

WALK-IN Will Pick Up *4/16 12:00*

RE: Memah, Inc.

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. Filing		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership Filing		
<input type="checkbox"/> Foreign Corp. Filing		
<input checked="" type="checkbox"/> () Cert. Copy(s)		

<input type="checkbox"/> Art. of Amend. Filing	000001782250
<input type="checkbox"/> Dissolution/Withdrawal	-04216296--01089--001
<input type="checkbox"/> C U S.	****122.50 ****122.50
<input type="checkbox"/> Fictitious Name Filing	

<input type="checkbox"/> Name Reservation	
<input type="checkbox"/> Annual Report/Reinstatement	
<input type="checkbox"/> Reg. Agent Service	
<input type="checkbox"/> Document Filing	

<input type="checkbox"/> Corporate Kit	
<input type="checkbox"/> Vehicle Search	
<input type="checkbox"/> Driving Record	
<input type="checkbox"/> Document Retrieval	

<input type="checkbox"/> UCC 1 or 3 Filing	
<input type="checkbox"/> UCC 11 Search	
<input type="checkbox"/> UCC 11 Retrieval	
<input type="checkbox"/> File No.'s, _____ Copies	
<input type="checkbox"/> Courier Service	
<input type="checkbox"/> Shipping/Handling	
<input type="checkbox"/> Phone () _____	
<input type="checkbox"/> Top Priority	
<input type="checkbox"/> Express Mail Prep.	
<input type="checkbox"/> 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
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION
OF
MEMAH, INC.

FILED
96 APR 16 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, in order to form a corporation for the purposes hereinafter stated, by and under the provisions of the Statutes of the State of Florida, do hereby subscribe to these Articles of Incorporation.

ARTICLE I

The name of the corporation shall be:

MEMAH, INC.

The business of the corporation shall be carried on in Dade County, Florida, and at such other place or places in the State of Florida, and in the United States of America and foreign countries as may from time to time be authorized by the Board of Directors. The principal office of the corporation, or the mailing address of the corporation shall be as follows:

2550 Douglas Road, Suite #300-A
Coral Gables, Florida 33134

ARTICLE II

The general nature of the business to be transacted by the corporation shall be as follows:

(a) To engage in any lawful business or commercial activity in the United States of America, its territories and possessions, and in any country or location in the world, including but not limited to the right to act as a partner, joint venturer, agent, representative or otherwise, with any other entity for any lawful purposes.

(b) To purchase, sell, lease, operate, own, hold, transfer, convey, mortgage, or otherwise encumber, trade, exchange and generally deal in real estate and personal property of every kind, nature and description wheresoever located, both tangible and intangible and including choses in action, either as owner, broker, agent or factor. To engage in any lawful activity and to institute, participate in and promote commercial, mercantile, financial and industrial enterprises and operations.

(c) In the purchase or acquisition of property, business rights or franchise, or for additional working capital, or for any other objective in or about its business affairs and without limit as to amount: to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, evidences of indebtedness, whether secured by mortgage, pledge, deed of trust or otherwise. The corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.

(d) Any stock issued by this corporation may qualify under S1244 of the Internal Revenue Code of 1954, and as same may be amended.

(e) This corporation shall have all of the general powers together with all additional and specific powers granted by the Laws of the State of Florida, as well as implied powers, in carrying out the foregoing express powers.

(f) The foregoing clauses shall be construed both as objects and as powers, but no recitation, expression or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive; but it is hereby expressly declared that all other lawful powers not inconsistent therewith are hereby included.

ARTICLE III

The corporation shall begin business having at least such minimum amount of capital as required by the applicable Florida Statutes, and shall have perpetual existence.

ARTICLE IV

The corporation is authorized to issue 5,000 shares of \$1.00 par value common stock.

ARTICLE V

The street address of the initial registered office of this corporation is 2550 Douglas Road, Suite #300-A, Coral Gables, Florida 33134 and the initial registered agent of this corporation at that address is Norman M. Sevin.

ARTICLE VI

The business of this corporation shall be conducted by a Board of Directors consisting of one or more Directors. The exact number of Directors may be fixed by the By-Laws of this corporation. The names and street addresses of the first Board of Directors of this corporation who shall hold office until the organization meeting of this corporation and until their successors are elected or appointed and have qualified, are as follows:

Rebecca Leonard	2550 Douglas Road, Suite #300-A Coral Gables, Florida 33134
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ARTICLE VII

The name and street address of the Officers of this corporation, who shall hold office until the organization meeting of the corporation and until their successors are duly elected and have qualified, are as follows:

President:	Rebecca Leonard	2550 Douglas Road, Suite #300-A Coral Gables, Florida 33134
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Secretary:	Rebecca Leonard	2550 Douglas Road, Suite #300-A Coral Gables, Florida 33134
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Treasurer:	Rebecca Leonard	2550 Douglas Road, Suite #300-A Coral Gables, Florida 33134
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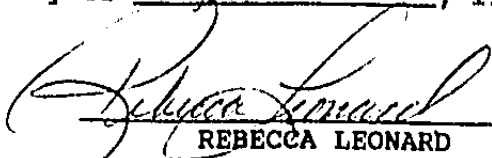
ARTICLE VIII

The name and street address of each incorporator or subscriber to these Articles of Corporation, is as follows:

Name	Address
Rebecca Leonard	2550 Douglas Road, Suite #300-A Coral Gables, Florida 33134

The capital stock may be paid for in property, labor or services (including labor and services to be performed in the future) at a just valuation to be fixed by the incorporator(s) or by the Director(s) at a meeting called for such a purpose or at the organization meeting. All of the aforesaid stock is to be issued as fully paid for and exempt from assessment.

IN WITNESS WHEREOF, the undersigned has caused there presents to be executed this 15th day of April, 1996.


REBECCA LEONARD

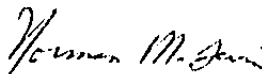
STATE OF FLORIDA

COUNTY OF DADE

Personally appeared this day before me, the undersigned authority, Rebecca Leonard, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to the same for the purposes therein expressed.

Witness my hand and official seal, this 15th day of April, 1996.

NOTARY PUBLIC



Print Norman M. Sevin
State of Florida at Large (Seal)
My commission expires:



FILED

CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR ARTICLE 42
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

First - That NORMAN M. SEVIN desiring to organize under
the laws of the State of Florida with its principal office, as
indicated in the Articles of Incorporation at the City of Coral
Gables, County of Dade, State of Florida has named NORMAN M. SEVIN,
located at 2550 Douglas Road, Suite 300A, City of Coral Gables,
County of Dade, State of Florida, as its agent to accept service of
process within this State.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate, I
hereby accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.

BY: _____

Norman M. Sevin

NORMAN M. SEVIN
(RESIDENT AGENT)

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 _____

FIRM _____

ADDRESS _____

PHONE () _____

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

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

N. HENDRICKS DEC 13 1996

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY _____

WALK-IN
Will Pick Up 12/13 1:00

RE: Memph, Inc.

	C.O. FEE.	DISBURSED
Capital Express™		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
() Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
O 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
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

HOLBERT ELECTRIC, INC.
1440 ALTON ROAD
MIAMI BEACH, FLORIDA 33139

April 17, 1996

Memah, Inc.
4960 Lakeview Drive
Miami Beach, Florida 33140


To Whom It May Concern:

Holbert Electric, Inc. hereby authorizes Memah, Inc., a Florida Corporation, to change it's name and use the name Holbert Electric Corp., a Florida Corporation.

Sincerely,

HOLBERT ELECTRIC, INC.

BY:


WILLARD C. HOLBERT
President

HOLBERT
ELECTRIC
INC.
1968

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
96 DEC 13 PM 1:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MEMAH, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

"Article 1. The name of the Corporation shall be
Holbert Electric Corp."

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

None

THIRD: The date of each amendment's adoption: April 17, 1996

FOURTH: Adoption of Amendment(s) (check one)

☐ The amendment(s) was/were adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) ~~was/were~~ sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.

[The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s).]

The number of votes cast for the amendment(s) was/were sufficient for approval by N/A
(voting group)

(continued)

Signed this 17th day of April, 19, 96.

MEMAH, INC. n/k/a

HOLBERT ELECTRIC CORP.

(Corporation Name)

By Florence Holbert

(Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

(A director or incorporator if adopted by the directors or incorporators)

FLORENCE HOLBERT

(Typed or printed name)

President

(Title)

