

P96000038676

THE STOLAR PARTNERSHIP

ATTORNEYS AT LAW

THE LAMBERT BUILDING

911 WASHINGTON AVENUE

ST. LOUIS, MISSOURI 63101-1990

(314) 231-2000

TELEX: 880984 (SHEDH STL)

TELEFAX: (314) 436-8400

H.M. STOLAR
(RETIRED 1994)

April 24, 1996

VIA FEDERAL EXPRESS

Florida Secretary of State's Office
Corporation Division
409 E. Gaines St.
Tallahassee, FL 32399

ENCLOSURE 7219813
04/23/96-01121-011
***122.50 ***122.50

RE: Articles of Incorporation
of C-E Lighting Products,
Inc.

Dear Sir/Madam:

Enclosed please find for filing duplicate originals of the Articles of Incorporation of C-E Lighting Products, Inc. with our check in the amount of \$122.50, as costs for same.

After filing, please return a file-stamped copy of the Articles to us in the enclosed self-addressed federal express envelope.

Thank you in advance for your assistance in this matter.

Very truly yours,

Susan A. Kesler

Susan A. Kesler, CLAS
Legal Assistant

/sak
Enclosures
cc: Thomas E. Lowther

FILED
26 APR 29 11:01
TALLAHASSEE, FLORIDA

D. BROWN MAY - 6 1996

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF
C-E LIGHTING PRODUCTS, INC.

FILED
95 MAR 23 1995
TALLAHASSEE, FLORIDA

FIRST: The corporate name that satisfies the requirements of Section 607.0401 is:
C-E LIGHTING PRODUCTS, INC.

SECOND: The street address of the initial principal office and, if different, the mailing address of the corporation is: 4880 Spring Run, Orlando, Florida 32819.

THIRD: The number of shares the corporation is authorized to issue is: 50,000 shares of voting common stock, par value \$1.00 per share.

FOURTH: No shareholder of the corporation shall be entitled as such, as a matter of right, to subscribe for or purchase any part of any new or additional issue of stock of the corporation of any class whatsoever or of securities of the corporation convertible into stock of any class whatsoever, whether now or hereafter authorized, or whether issued for cash, property or services.

FIFTH: Provisions for the regulation of the internal affairs of the corporation are:

(a) Shareholders shall not be permitted to cumulate their votes in elections of directors of the corporation.

(b) The original By-Laws of the corporation shall be adopted by the Board of Directors, and the power to make, alter, amend or repeal the By-Laws of the corporation shall be vested in the Board of Directors to such extent as the By-Laws may provide, but except as so provided, said power shall be vested in the shareholders.

SIXTH: The street address of the initial registered office of the corporation is 4880 Spring Run, Orlando, Florida 32819, and the name of its initial registered agent at such address is **MARK MUELLER**.

SEVENTH: The name and address of each incorporator is:

THOMAS E. LOWTHER
911 Washington Avenue, 7th Floor
St. Louis, Missouri 63101

The undersigned has executed these articles of incorporation on this 24th day of April, 1996.

Thomas E. Lowther
THOMAS E. LOWTHER

ACCEPTANCE BY THE REGISTERED AGENT as required in section 607.0501(3) F.S.:
MARK MUELLER is familiar with and accepts the obligations provided for in Section 607.0505.

DATED: 4/25/96 1996. DATE here

Mark Mueller
MARK MUELLER

FILE
96 APR 29 11:01
TALLAHASSEE, FLORIDA