

7/09/96

FLORIDA DIVISION OF CORPORATIONS

3:13 PM

((H96000009509))

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TO: DIVISION OF CORPORATIONS

FROM: COX ELECTRIC SERVICE, INC.

DEPARTMENT OF STATE

STATE OF FLORIDA

400 N. GULF BLVD. STREET

TALLAHASSEE, FL 32399

SUITE 200

MIRAMIS L 331/6

STORM

FAX: (904) 922-1000

PHONE: (305) 541-3004

FAX: (305) 541-3770

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: COX ELECTRIC SERVICE, INC.

FAX AUDIT NUMBER: H96000009509

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DATE REQUESTED: 07/09/1996

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R.A. Gentry - GS

[Signature]
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96 JUL 10 PM 2:07

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TALLAHASSEE, FLORIDA

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96 JUL 11 PM 5:36

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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JUL-09-1996 16:13

EMPIRE CORPORATE KIT

P.10/16

H960000004507

JOEL PLOUGH
Attorney at Law

7628 N. 86th Street
Suite 16
Tampa, FL 33617

(813) 989-0667

June 27, 1996

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Cox Electric Service, Inc.


Gentlemen:

The corporate name COX ELECTRIC SERVICE, INC. has been cleared as a corporate name. We understand that there is an existing corporate name of Cox Electric, Inc.

We believe that there will be no conflict or misunderstanding concerning the similarity of the names.

Please file our incorporation.

Sincerely,


Joel Plough, Attorney for
Cox Electric Service, Inc.

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96 JUL 10 PM 2:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 10, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: COX ELECTRIC SERVICE, INC.
REF: W96000014436

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: E96000009509
Letter Number: 396A00033621

H96000009509

JOEL PLOUGH, ESQ.
7628 N. 56 ST. #16
TAMPA, FL 33617
(813) 989.9667
FL BAR # 251970

FILED

96 JUL 11 PM 5:37

ARTICLES OF INCORPORATION
OF
COX ELECTRIC SERVICE, INC.

COX ELECTRIC SERVICE, INC.

The undersigned, acting as the incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation.

FIRST: The name of the corporation is COX ELECTRIC SERVICE, INC.

SECOND: The period of duration of the corporation is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

FOURTH: Authorized Shares.

Number. The aggregate number of shares that the corporation shall have the authority to issue is 1,000 shares of Capital Stock with a value of \$1.00 per share.

Initial issue. 100 shares of the Capital Stock of the corporation shall be issued for cash at a value of \$1.00 per share.

Stated capital. The sum of the value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

Dividends. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

No classes of stock. The shares of the corporation are not to be divided into classes.

FIFTH: The initial street address in Florida of the initial registered office of the corporation is 11611 Old Hillsborough Avenue, Seffner, Florida, 33584, and the name of the initial registered agent at such address is Lawrence T. Cox.

SIXTH: The initial Board of Directors shall consist of one member(s), who need not be residents of the State of Florida or shareholders of the corporation.

SEVENTH: The names and addresses of the persons who shall serve as directors until the first annual meeting of shareholders, or

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(2)

until their successors shall have been elected and qualified, are as follows:

Lawrence T. Cox
11611 Old Hillsborough Avenue
Seffner, Florida 33584

EIGHTH: The name(s) and address(es) of initial incorporator(s) is (are) as follows:

Lawrence T. Cox
11611 Old Hillsborough Avenue
Seffner, Florida 33584

NINTH: An affirmative vote of three-fourths of the shares of the corporation shall be required for any shareholder action.

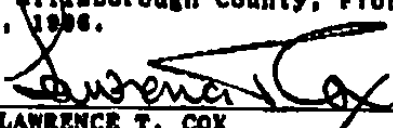
TENTH: The shareholders shall have the power to adopt, amend, alter, change or repeal the articles of incorporation when proposed and approved at a shareholders meeting, with not less than a three-fourths vote of the common stock.

ELEVENTH: The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money, or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of the common stock held by the holder to all shares of common stock currently authorized and issued.

TWELFTH: The address of the principal office is 11611 Old Hillsborough Avenue, Seffner, Florida, 33584.

IN WITNESS WHEREOF; THE UNDERSIGNED has (have) executed these articles of incorporation at Tampa, Hillsborough County, Florida, on the 12th day of June, 1996.

I hereby sign as incorporator and acceptance as registered agent.


LAWRENCE T. COX
INCORPORATOR / REG. AGENT

FILED
96 JUL 11 9 31 AM '96
TALLAHASSEE, FLA
SECRETARY OF STATE

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