

Document Number Only

P96000060294

FILED
96 JUL 18 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C/ CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

8000001898128
-07/18/96--01063--015
*****0.00 *****0.00

8000001898128
-07/18/96--01063--015
*****52.50 *****52.50

Power Systems Engineers, Inc.

☒ Profit - *As.*

☐ NonProfit

☐ Amendment

☐ Merger

☐ Limited Liability Co.

☐ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☒ Certified Copy

☐ Photo Copies

☐ Fictitious Name Filing

☐ CUS

☐ Call When Ready

☐ Call if Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

| |
|-------------------|
| Name |
| Availability |
| Document Examiner |
| Updater |
| Verifier |
| Acknowledgment |
| W.P. Verifier |

7-18-96

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF

POWER SYSTEMS ENGINEERS, INC.

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TALLAHASSEE, FLORIDA

FIRST: THE CORPORATE NAME THAT SATISFIES THE REQUIREMENTS OF SECTION 607.0401 IS: POWER SYSTEMS ENGINEERS, INC.

SECOND: THE ADDRESS OF THE INITIAL PRINCIPAL OFFICE AND, IF DIFFERENT, THE MAILING ADDRESS OF THE CORPORATION IS: 1378 Saddle Ridge Dr.
Orlando, FL 32835

THIRD: THE NUMBER OF SHARES THE CORPORATION IS AUTHORIZED TO ISSUE IS: 30,000

*FOURTH: (a) IF THE SHARES ARE TO BE DIVIDED INTO CLASSES, THE DESIGNATION OF EACH CLASS IS:

| | |
|---------------|---------------|
| <u>Common</u> | <u>\$1.00</u> |
| _____ | _____ |
| _____ | _____ |

(b) STATEMENT OF THE PREFERENCES, LIMITATIONS AND RELATIVE RIGHTS IN RESPECT OF THE SHARES OF EACH CLASS:

| <u>CLASS</u> | <u>PREFERENCES</u> | <u>LIMITATIONS</u> | <u>RELATIVE RIGHTS</u> |
|--------------|--------------------|--------------------|------------------------|
| <u>N/A</u> | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ |

*FIFTH: (a) IF THE CORPORATION IS TO ISSUE THE SHARES OF ANY PREFERRED OR SPECIAL CLASS IN SERIES, THE DESIGNATION OF EACH SERIES IS:

| | |
|------------|-------|
| <u>N/A</u> | _____ |
| _____ | _____ |
| _____ | _____ |

(*Optional)

(b) STATEMENT OF THE VARIATIONS IN THE RELATIVE RIGHTS AND PREFERENCES AS BETWEEN SERIES INsofar AS THE SAME ARE TO BE FIXED IN THE ARTICLES OF INCORPORATION:

| <u>SERIES</u> | <u>RELATIVE RIGHTS</u> | <u>PREFERENCES</u> |
|---------------|------------------------|--------------------|
| <u>N/A</u> | <u></u> | <u></u> |
| <u></u> | <u></u> | <u></u> |
| <u></u> | <u></u> | <u></u> |

(c) STATEMENT OF ANY AUTHORITY TO BE VESTED IN THE BOARD OF DIRECTORS TO ESTABLISH SERIES AND FIX AND DETERMINE THE VARIATIONS IN THE RELATIVE RIGHTS AND PREFERENCES BETWEEN SERIES:

N/A

SIXTH: PROVISIONS GRANTING PREEMPTIVE RIGHTS ARE:

Shareholders shall have unlimited preemptive rights to acquire additional shares.

SEVENTH: PROVISIONS FOR THE REGULATION OF THE INTERNAL AFFAIRS OF THE CORPORATION ARE:

N/A

EIGHTH: THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS C/O CT CORPORATION SYSTEM, 1200 SOUTH PINE ISLAND ROAD,
CITY OF PLANTATION, FLORIDA 33324, AND THE NAME OF ITS INITIAL REGISTERED AGENT AT SUCH ADDRESS IS CT CORPORATION SYSTEM

*NINTH: THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS _____, AND THE NAMES AND ADDRESSES OF THE PERSONS WHO ARE TO SERVE AS DIRECTORS UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS OR UNTIL THEIR SUCCESSORS ARE ELECTED AND SHALL QUALIFY ARE:

TENTH: THE NAME AND ADDRESS OF EACH INCORPORATOR IS:

| | |
|-------------|------------------------------------|
| C. J. Wall | 906 Olive St., St. Louis, MO 63101 |
| A. K. Boron | 906 Olive St., St. Louis, MO 63101 |
| K. L. Buss | 906 Olive St., St. Louis, MO 63101 |

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TALLAHASSEE, FLORIDA

THE UNDERSIGNED HAS (HAVE) EXECUTED THESE ARTICLES OF INCORPORATION

THIS 17th DAY OF July, 19 96.

C. J. Wall
SIGNATURE/TITLE

C. J. Wall, Incorporator

A. K. Boron
SIGNATURE/TITLE

A. K. Boron, Incorporator

K. L. Buss
SIGNATURE/TITLE

K. L. Buss, Incorporator

ACCEPTANCE BY THE REGISTERED AGENT AS REQUIRED IN SECTION
607.0501 (3) F.S.: CT CORPORATION SYSTEM IS FAMILIAR WITH AND
ACCEPTS THE OBLIGATIONS PROVIDED FOR IN SECTION 607.0505.

CT CORPORATION SYSTEM

DATED July 16, 19 96

BY M. S. Green

M. S. Green
(TYPE NAME OF OFFICER)

Assistant Secretary
(TITLE OF OFFICER)

P96000060294

LAW OFFICES

RASKAS, RUTHMEYER, POMERANTZ,
WYNNE, GARAVAGLIA & SUSMAN
SUITE 1300
1010 MARKET STREET
SAINT LOUIS, MISSOURI 63101-2000

JEROME F. RASKAS
BERNARD A. RUTHMEYER
BARFORD E. POMERANTZ
ROBERT J. WYNNE
JOHN C. GARAVAGLIA
BERNARD SUSMAN
ROBERT M. SUSMAN
PHILLIP A. FRANKLIN
PETER H. LOVE

TELEPHONE
(314) 241-0101

TELECOMEX
(314) 241-0102

August 16, 1996

Secretary of State
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

100001932591
-08/27/96--01067--008
*****35.00 *****35.00

RE: Power Systems Engineers, Inc.

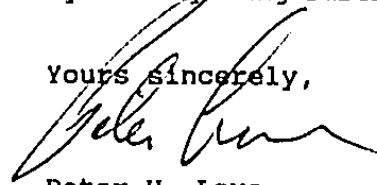
Dear Sir/Madam:

Enclosed herewith please find duplicate statement of change of registered agent forms for the above corporation, together with our firm check in the amount of \$35.00.

I would appreciate it if you would process this at your earliest convenience.

If you have any questions, or require anything further, please call.

Yours sincerely,



Peter H. Love

PHL/mb

cc: Electric Power Systems

SH 9/3

FILED
96 AUG 26 PM 12:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Florida Department of State, Sandra B. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: POWER SYSTEMS ENGINEERS, INC.

2. The mailing address of the corporation is: 1378 Saddle Ridge Drive, Orlando, Florida 32835

3. Date of incorporation/qualification: July 18, 1996 Document number: P96000060294

4. The name and address of the current registered agent and office:

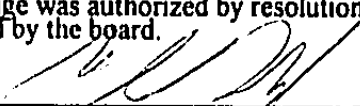
CP Corporation System
1200 South Pine Island Road
City of Plantation, Florida 33324

5. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Ken Lord
1378 Saddle Ridge Drive
Orlando, Florida 32835

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.


(Signature of an officer, chairman or vice chairman of the board)

8/13/96
(Date)

Charles Reed, Chairman of the Board
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.


(Signature of Registered Agent)

8/5/96
(Date)

If signing on behalf of an entity:

KENNETH R. LORD
(Typed or Printed Name)

PRESIDENT
(Capacity)