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FLORIDA
Secretary of State
Division of Incorporation
P.O. Box 6327
Tallahassee, Florida

25 July 1996

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-07/30/96--01093--012
****122.50 ****122.50

As per my telephone conversation with your office on 17 July 1996, I have enclosed the Articles of Incorporation for a new corporation I wish to form in the state of Florida.

I also have enclosed a check for \$ 122.50 to cover the filing fee.

If any additional information is required please feel free to contact:

Lawrence W. Looney Jr.
3 Blenheim Rd.
Shalimar, FL

32579
Tel: (904) 651-5969

Thank You,
Lawrence W. Looney Jr.

Lawrence W. Looney Jr.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

96 JUL 29 AM 9:11

FILED

63 7/31/96

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96 JUL 27 AM 9:11

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
PRIME SOURCE ELECTRICAL and MANUFACTURING, INC.

THE UNDERSIGNED natural persons, at least 21 years of age, for the purpose of forming a corporation, does hereby certify as follows:

ARTICLE I - NAME

The name of this corporation is PRIME SOURCE ELECTRICAL and MANUFACTURING, INC.

ARTICLE II - NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to manufacture, install, purchase or otherwise dispose of, and to invest in, trade in, deal in, and with, goods, wares, merchandise, real and personal property, and services, of every kind, class and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, savings and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is ONE HUNDRED (100) shares of common stock having a nominal or par value of \$10.00.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is ONE THOUSAND AND NO/100 (\$1000.00) DOLLARS.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - ADDRESS

The initial post office address of the principal place of this corporation in the State of Florida is:

3 Blenheim Road
Shalimar, Florida
32579

ARTICLE VII - MANAGEMENT

The business of this corporation and the conduct of its affairs shall be managed by its common shareholders; this provision shall be binding upon all common shareholders; their transferees, and assignees, and shall be valid only so long as its shares are not listed on a national securities exchange or regularly quoted in an over-the-counter market.

Any action of the stockholders of this corporation may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by all the persons who would be entitled to vote upon such action at a meeting and filed with the secretary of the corporation as part of the corporate records. Such consent shall have the same force and effect as a unanimous vote of the stockholders.

ARTICLE VIII - SUBSCRIBERS

The names and post office addresses of the subscribers of these Articles of Incorporation, and the number of shares each agree to take are as follows:


NAME	ADDRESS	OFFICE	SHARES
Lawrence W. Looney Jr.	3 Blenheim Rd. Shalimar, Fl. 32579	President	51
Suzanne M. Looney	3 Blenheim Rd. Shalimar, Fl. 32579	SECRETARY/ TREASURER	49

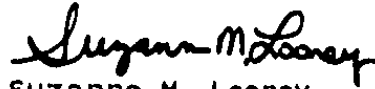
ARTICLE IX - VOTING POWER

The powers of the stockholders of this corporation shall be as follows: those owning stock of the corporation shall have the entire voting power of the corporation and all other rights incident to ownership of the common stock of the corporation.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by a majority of the stockholders at a stockholders' meeting, unless all stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

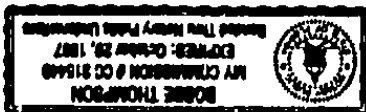

Lawrence W. Looney Jr.
President



Suzanne M. Looney
Secretary / Treasurer

STATE OF FLORIDA

COUNTY OF OKALOOSA

The forgoing instrument was acknowledged before me this day of July, 1996, by Lawrence W. Looney Jr., ~~and~~ whose identify I proved by Suzanne M. Looney, who is personally known to me. FL Drivers License




Bobbe Thompson
NOTARY PUBLIC
My commission expires: 10/29/97

DESIGNATION OF RESIDENT AGENT

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted:

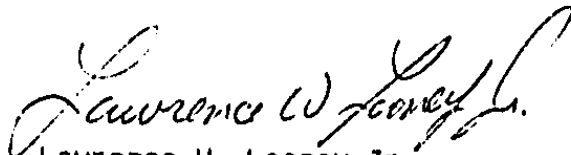
That PRIME SOURCE ELECTRICAL and MANUFACTURING, INC. a corporation duly organized and existing under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in Shalimar, Florida, has named:

Lawrence W. Looney Jr.
3 Blenheim Rd.
Shalimar, FL
32579

as its agent to accept service of process in the state.

ACCEPTANCE

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 provisions of said Act to keeping open said office.


Lawrence W. Looney Jr.
Resident Agent

96 JUL 29 AM 9:11
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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