

P96000075719

August 30, 1996

500001943275  
-09/10/96--01097--002  
\*\*\*\*122.50 \*\*\*\*122.50

Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32314-6327

Gentlemen:

Enclosed herewith please find a check in the amount of  
\$122.50 representing fees for filing a profit corporation,  
to wit:

SHOE ELECTRICAL ENTERPRISE, INC.

Please send the completed document of incorporation to:

Arthur L. Shoe  
612 Hatfield Road  
Winter Haven, Florida 33880

Sincerely,

*Arthur L. Shoe*

Arthur L. Shoe *Shoe*  
Registered Agent

enclosure

FILED  
96 SEP -9 PM 3:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Dmc*  
*9.11.96*

ARTICLES OF INCORPORATION  
OF

SHOE ELECTRICAL ENTERPRISE, INC.

FILED  
26 SEP -9 PM 3:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is SHOE ELECTRICAL ENTERPRISE, INC.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the State of Florida and the United States of America.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares at \$1.00 par value common stock.

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V - OFFICERS DIRECTORS

The business and affairs of this corporation shall be managed and shall be under the direction of the officers and directors of this corporation. The officers and directors may take action by written consent without a meeting as provided by law and may participate in meetings by means of conference as provided by law. The names of the initial officers and directors of this corporation are ARTHUR L. SHOE and PRISCILLA M. SHOE, 612 Hatfield Road, Winter Haven, Florida and JAMES W. FARMER II and JANET L. FARMER, 1111 South Lake Shore Boulevard, Lake Wales, Florida.

ARTICLE VI - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors of this corporation.

ARTICLE VII - INITIAL REGISTERED AGENT

The name of the Initial Registered Agent of this corporation is Arthur L. Shoo, 612 Hatfield Road, Winter Haven, Florida 33880.

ARTICLE VIII - INDEMNIFICATION

This corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX - CORPORATE ADDRESS

The initial address in the State of the principal office of the corporation shall be:

612 Hatfield Road, Winter Haven, Florida 33880

The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE X - AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

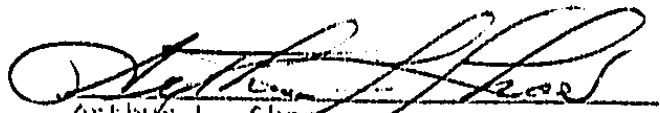
ARTICLE XI - SUB-CHAPTER S CORPORATION

This corporation may elect to be treated as a Sub-Chapter S Corporation as defined by the Internal Revenue Code.

ARTICLE XII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is ARTHUR L. SHOE, 612 Hatfield Road, Winter Haven, Florida 33880.

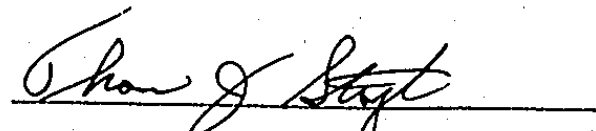
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 30th day of August 1996.

  
Arthur L. Shoe

STATE OF FLORIDA    )  
                              )  
COUNTY OF POLK     )

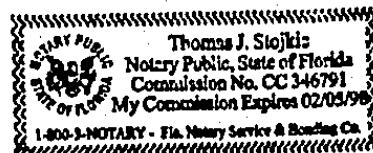
BEFORE ME, a Notary Public authorized to take acknowledgements, in the State and County aforesaid, personally appeared ARTHUR L. SHOE known to me and by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 30th day of August 1996.



Notary Public, State of Florida  
at Large

My Commission Expires:



CERTIFICATE DESIGNATING  
REGISTERED AGENT/REGISTERED OFFICE

FILED

96 SEP -9 PM 3:05

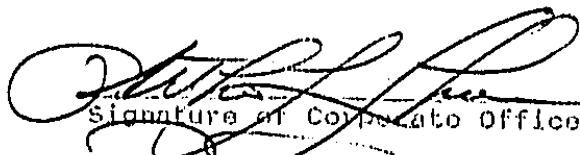

Pursuant to the provisions of Section 607.325, <sup>SECRETARY OF STATE</sup> ~~FLORIDA~~ <sup>FLORIDA</sup> Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designation registered agent/registered office, in the State of Florida.

1. The name of the Corporation is:

SHOE ELECTRICAL ENTERPRISE, INC.

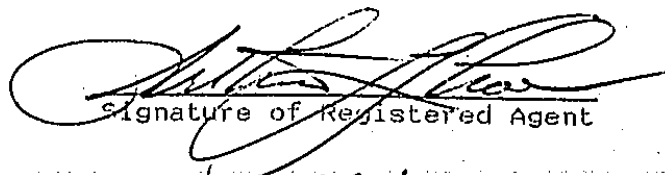
2. The name and address of the registered agent of office is:

Arthur L. Shoe  
612 Hatfield Road  
Winter Haven, Florida 33880

  
\_\_\_\_\_  
Signature of Corporate Officer  
  
\_\_\_\_\_  
Title

9/2/86  
Date

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida Statutes.

  
\_\_\_\_\_  
Signature of Registered Agent  
9/2/86  
Date

P96000075719

**GENE CLARK  
ACCOUNTING & TAX SERVICE**

P. O. Box 9493  
Winter Haven, FL 33883-9493  
(941) 297-6524

Enrolled to Practice  
Before the IRS

Accredited Tax  
Advisor: NSA

91 MAY -8 AM 11  
TALLAHASSEE, FL  
SECRETARY OF  
Member, Florida Society  
of Accountants & Tax  
Professionals, Inc.

May 5, 1997

3000002170703--7  
-05/08/97--01013--0101  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Secretary of State  
Div. of Corporations  
Tallahassee, Florida

Dear Madam:

IN RE: SHOE ELECTRICAL ENTERPRISE, INC.

Please file the attached Articles of Dissolution on behalf  
of Shoe Electrical Enterprise, Inc. A check for the \$35.00  
filing fee is enclosed.

If there are any problems with the Articles of Dissolution,  
please let me know. Also, please send me the copy of the stamp-  
ed Articles for my client's file.

Sincerely,

*Gene Clark*  
Gene Clark

Copy:file

VDIS  
OK  
5/14

ARTICLES OF DISSOLUTION  
OF  
SHOE ELECTRICAL ENTERPRISE, INC.

FILED  
MAY - 8 AM 11:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

THE NAME OF THE CORPORATION IS SHOE ELECTRICAL ENTERPRISE, INC.

ARTICLE II

THE CORPORATE DISSOLUTION WAS APPROVED AND AUTHORIZED  
BY THE SOLE DIRECTOR AND SOLE SHAREHOLDER ON MARCH 28, 1997.

ARTICLE III

THE DISSOLUTION WAS APPROVED BY THE SOLE SHAREHOLDER WITH ALL  
OF THE OUTSTANDING SHARES ENTITLED TO BE CAST ON THE PROPOSAL  
TO DISSOLVE.

ARTICLE IV

THE EFFECTIVE DATE OF THE DISSOLUTION IS APRIL 30, 1997.

  
SOLE SHAREHOLDER-SOLE DIRECTOR

Arthur L. Shore

MAY 1, 1997  
DATE