

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

> ARTICLEI NAME

The name of the corporation shall be:

J. P SERVICES, INC.



ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

11990 Bird Drive, Miami, Fla. 33175

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 (one hundred)

INITIAL REGISTERED AGENT AND STREET ADDRESS ARTICLE IV The name and address of the initial registered agent is:

> Susan Colon 11990 Bird Drive, Miami, Fla 33175

ARTICLE V INCORPORATOR(S) See instructions for officers/directors

. The name(s) and street address(cs) of the incorporator(s) to these Articles of Incorporation is(are):

JUAN PANTIN 11990 Bird Drive, Miami, Fl. 33175

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

11 day of SEPTEMBER, 19 56 Parsident Signature Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

| 1. The name of the corporation is: | J P SERVICES, INC. |
|------------------------------------|--------------------|
|------------------------------------|--------------------|

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

SUSAN COLON

11990 Bird Drive

(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Miami, Fl. 33175 (CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

(SIGNATURE) DATE

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314

| LAZARUS CORPONAIA: INDESICE Requestor's Name | 0080562 |
|--|--|
| <u>890 S.W. 87 AVENUE SUITE: 1</u> Address <u>MIAMI, FLORIDA 33174 (305)</u> <u>City/State/Zip</u> Phone # <u>LOCAL REPRESENTATIVE TALLAH</u> CORPORATION NAME(S) & DOCUM | 252-5973 ENDLICHT 21:3:2:5:1:3:0 -12/18/96 -101062026 *****35.00 *****35.00 *****35.00 *****35.00 *****35.00 ******35.00 |
| 1. J. P. Selvices (Corporation Name) 2(Corporation Name) | (Document #) |
| 3(Corporation Name) 4(Corporation Name) | (Document #) |
| Walk in Dick up time Mail out Will wait P | Photocopy Certificate of Status |
| Profit Amendment NonProfit Resignation of R.A., Limited Liability Change of Registered Domestication Dissolution/Withdraw Other Merger | ed Agent |
| OTTLEPOTIENCS Annual Report Fictitious Name Name Reservation Reinstatement Trademark | |
| CR2E031(1/95) | Examiner's Initials |



RECEIVED

96 DEC 19 PH 2: 17

DIVISION OF CORPORATION

FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

December 18, 1996

LAZARUS CORPORATE INDUSTRIES

TALLAHASSEE, FL 32301

SUBJECT: J P SERVICES, INC. Ref. Number: P96000080562

We have received your document for J P SERVICES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

CORRECT THE SPELLING OF THE OLD NAME.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

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) 487-6880.

Karen Gibson Corporate Specialist

Letter Number: 196A00056453

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION

OF

J P SERVICES, INC.

(prosent name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendmont(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE 1

FROM: J P SERVICES, INC. TO: USA ELECTRIC, INC.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if pot contained in the amendment itself, are as follows:

PH 3:

THIRD: The date of each amendment's adoption: DECEMBER 17, 1996

FOURTH: Adoption of Amendment(s) (check one)

- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
- <u>X</u> The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ____ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ____ The amendment(s) was/were approved by the shareholders through voting groups.

[The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s).]

The number of votes cast for the amendment(s) was/were sufficient for approval by______

(voting group)

(continued)

Signed this 17

By

dayof

(Chairman or Vice Chairman of the Board of Directors, President or other officer if acopted by the shareholdcre) (A director or incorporator if acopted by the directors or incorporators)

DECEMBER

96

19.

JUAN PANTIN

| (Typed or printed name) | | |
|-------------------------|---|----------|
| PRESIDENT | / | Director |

(Tite)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS MY POSITION AS REGISTERED AGENT.

SIGNATURE

DATE____