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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: MEDOFF ELECTRIC COMPANY

AUDIT NUMBER.....H96000017116

DOC TYPR.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

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312/6/96

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF

H96000017116

MEDOFF ELECTRIC COMPANY

The undersigned, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation:

FIRST: The name of the Corporation is:

MEDOFF ELECTRIC COMPANY

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:

To engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is:

One Thousand Shares (1,000) at \$1.00 par value.

FIFTH: The street address of the initial registered and principal office of the Corporation shall be:

3018 NW 25TH AVENUE
POMPANO BEACH, FL 33069

and the name of its initial Registered Agent at such address is:

SETH J. MEDOFF

SIXTH: The number of Directors constituting the initial Board of Directors of the Corporation is 1, and the name and address of the person who is to serve as Director until the first annual meeting of Shareholders or until their successors are elected and shall qualify is:

SETH MEDOFF, 3018 NW 25TH AVENUE, POMPANO BEACH, FL 33069

Prepared by: CHRISTINE JACOBSEN
Southeast Accounting & Tax Group, Inc.
6418 N.W. 5 Way, Ft. Lauderdale, FL 33309

(954) 491.5727

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TALLAHASSEE, FLORIDA

The name and address of each incorporator is:

SETH MEDOFF

H96000017116

Dated: NOVEMBER 26, 1996



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TALLAHASSEE, FLORIDA

FILED

State of Florida:
County of Broward:

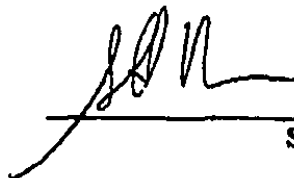
The foregoing instrument was acknowledged before me this 26 day of NOVEMBER, 1996 by


CHRISTINE JACOBSEN

Personally Known _____ OR Produced Identification _____

Type of Identification Produced DRIVERS LICENSE

SETH MEDOFF, having been designated to act as Registered Agent hereby agrees to act in this capacity.



SETH MEDOFF

Prepared by: CHRISTINE JACOBSEN
Southeast Accounting & Tax Group, Inc.
6418 N.W. 5 Way, Ft. Lauderdale, FL 33309

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