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EMPIRE CORPORATE KIT COMPANY

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F CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: BRI ELECTRIC, INC.

AUDIT NUMBER.....H96000017534

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

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

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ARTICLES OF INCORPORATION
 OF
 BEI ELECTRIC, INC.

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be BEI ELECTRIC, INC., and the initial address of this corporation shall be 10597 Boca Entrada Blvd., Boca Raton, FL 33428.

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
7,000	\$1.00	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

ARTICLE IV

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

This instrument prepared by:
 Alex J. Cardenas, P.A.
 Alex J. Cardenas, Esquire
 Sanctuary Center
 Suite 300-D
 4800 W. Federal Highway
 Boca Raton, FL 33431
 Florida Bar Number: 708305

(407) 780.4600

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ARTICLE V

The initial registered office of this corporation shall be at 10597 Boca Entrada Blvd., Boca Raton, FL 33428, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Rick Hannan.

ARTICLE VI

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

ARTICLE VII

The names and addresses of the first directors of the corporation, who shall hold office for the first year or until their successors are duly elected and qualified shall be:

President/Director

Wilson L. Braswell
10597 Boca Entrada Blvd.
Boca Raton, FL 33428

Vice President

Rick Hannan
10597 Boca Entrada Blvd.
Boca Raton, FL 33428

Secretary/Treasurer

Chena Braswell
10597 Boca Entrada Blvd.
Boca Raton, FL 33428

ARTICLE VIII

The name and address of the Incorporator is Rick Hannan, 10597 Boca Entrada Blvd., Boca Raton, FL 33428.

ARTICLE IX

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any

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director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is so also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

ARTICLE X

The private property of the stockholders shall not be subject to payment of the corporate debts in any event.

ARTICLE XI

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 12th day of December, 1996.


Rick Hannan, Incorporator

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CERTIFICATE DESIGNATION PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED.

In compliance with the laws of Florida, the following is
submitted:

First, that BEI ELECTRIC, INC., desiring to organize under
the laws of the State of Florida, has named Rick Hannan, 10597 Boca
Entrada Blvd., Boca Raton, FL 33428, County of Palm Beach, State of
Florida, as its statutory Registered Agent.

Having been named the statutory Registered Agent of the above
corporation at the place designated in this certificate, I hereby
accept the same and agree to act in this capacity, and agree to
comply with the provisions of Florida law relative to keeping the
registered office open, and I accept the obligations of section
607.325 F.S.

DATED: this 12th day of December, 1996.


Rick Hannan, Registered Agent

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