

P97000004098



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 218277 7121682

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 10, 1997

ORDER TIME : 12:30 PM

ORDER NO. : 218277-005

CUSTOMER NO: 7121682

CUSTOMER:

SALVATORE GIORLANDO, JR.

10257 Breezeway Place

Boca Raton, FL 33428

DOMESTIC FILING

GEO ELECTRIC, INC.

NAME: ~~GEO ELECTRICAL SERVICES, INC.~~

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS:

300002054503--1
-01/10/97-01089-007
****122.50 ****122.50

FILED
97 JAN 10 AM 11:47
TALLAHASSEE, FLORIDA
SECRET

W97-749

503

RECEIVED
97 JAN 10 PM 1:09
DIVISION OF CORPORATION

Rmc 1/13/97

KR 1-15-97



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 13, 1997

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: GEO ELECTRICAL SERVICES, INC.
Ref. Number: W97000000749

RESUBMIT
Please give original
submission date as file date.

We have received your document for GEO ELECTRICAL SERVICES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 297A00001582

FILED
97 JAN 10 AM 11:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

GEO ELECTRIC, INC.

EFFECTIVE DATE
1-14-97

ARTICLE I - NAME - LOCATION

The name of this corporation is GEO ELECTRIC, INC. at 10257 Breezeway Place, Boca Raton, Florida 33428.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing on the date of execution and acknowledgment of these articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Five Hundred (500) shares of ONE DOLLAR (\$1.00) par value common stock which shall be designated "Common Shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which is offered to other.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

10257 Breezeway Place

Boca Raton, Florida 33428

and the name of the initial registered agent of this corporation at that address is:

SALVATORE GIORLANDO

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial director of this corporation is:

NAME

ADDRESS

SALVATORE GIORLANDO

10257 Breezeway Place
Boca Raton, Florida 33428

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

NAME

ADDRESS

SALVATORE GIORLANDO

10257 Breezeway Place
Boca Raton, Florida 33428

ARTICLE IX - AMENDMENT

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

ARTICLE X - QUALIFICATION UNDER SECTION 1244

This corporation shall qualify under Section 1244 of the Internal Revenue Code and Regulations issued thereunder, and the plan to issue Section 1244 stock shall be adopted by the Board of Directors.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 14th day of January, 1997.


SALVATORE GIORLANDO

STATE OF FLORIDA)

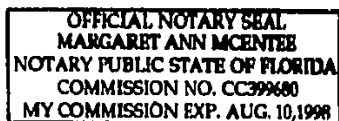
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared SALVATORE GIORLANDO known to me, and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, in the State and County last aforesaid this 14th day of January, 1997.

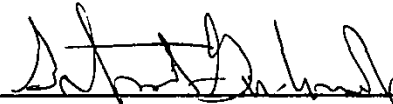

NOTARY PUBLIC, STATE OF FLORIDA

MY COMMISSION EXPIRES:



ACKNOWLEDGMENT BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of the Florida Corporation Act relative to keeping said office open.



SALVATORE GIORLANDO
Registered Agent

FILED
97 JAN 10 AM 11:48
SECRET
FILE
TALLAHASSEE, FLORIDA