

P 97000042460

FILED
97 MAY 5 PM 3
TALLAHASSEE, FLORIDA

April 30, 1997

SECRETARY OF STATE
Corporate Records Bureau
Division of Corporation
Department of State
P.O. Box 6327
Tallahassee, FL 32301

400002174084--6
-05/09/97--01146--005
****122.50 ****122.50

Gentlemen:

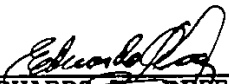
Enclosed please find a check to cover filing fee of new Corporation named:

Enterprise
CARMEN ELECTRICAL SUPPLIES INC.

Thank you for your help in this matter.

Very truly yours,

CARMEN ELECTRICAL SUPPLIES


EDUARDO E. PEREZ, REGISTERED AGENT
9262 SW 40 ST.
Miami, FL. 33165

FILED
97 MAY -9 PM 3: 17
TALLAHASSEE, FLORIDA

PK
5/13/97

ARTICLES OF INCORPORATION

OF

CARMEN ELECTRICAL ENTERPRISES, INC.

FILED

97 MAY -9 PM 3:17

TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation of a corporation profit, with the powers, rights, privileges and immunities hereinafter mentioned, and we hereby make, subscribe and acknowledge and file with the Secretary of State of Florida, this Certificate of Incorporation; and to that end we do, by this Certificate, set forth:

ARTICLE I

The name of this corporation (which is hereinafter called the "Corporation") is:

CARMEN ELECTRICAL ENTERPRISES, INC.

ARTICLE II

The general nature of the business to be transacted is as follows:

SECTION A:

Import & export electrical supplies and any legal business.

SECTION B:

That of purchasing, leasing, renting, selling, holding and otherwise acquiring, and disposing of real estate and personal property, both tangible and intangible, and chooses in action either as owner, broker, agent of factor.

SECTION C:

In the purchase or acquisition of property, business rights of franchise, or for additional working capital, or for any other object in or about its business of affairs, and without limit as to amount, to incur debts, and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, warrants, debentures, negotiable and transferable instruments and evidences of indebtedness of all kinds whether secured by mortgage, pledge, deed of trust or otherwise.

SECTION D:

To engage in the sales and commission business in the representation of factories, wholesalers and businesses which require the use and services of a sales and commissions agency, and to do all things necessary in connection with the operation of a sales commission agency; as well as to engage in other similar and allied businesses incidental to a sale and commission agency, which said agency will operate both within and without the continental limits of the United States of America.

SECTION E:

Generally, to make and perform contracts of any kind and description, and for the purpose of attaining any of the objects of the Corporation, to do and perform any other act or things, and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which are now, or hereafter may be authorized by law, and generally do and perform any and all things necessary or incidental to the performing or carrying out the powers hereinabove specifically delegated or implied.

ARTICLE III

The stock of this Corporation shall be divided into 60 shares of stock of the No Par Value per share, all of one class, namely, Common Stock. All said stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose; property, labor or services may be purchased or paid for with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE IV

The amount of capital with which this Corporation shall begin business shall be no less than one thousand dollars (\$1,000.00)

ARTICLE V

The principal place of business of the Corporation shall be at 9262 SW 40 ST. Miami, Fl. 33165 with the privilege of having branch offices within and without the State of Florida.

ARTICLE VI

This Corporation shall have perpetual existence.

ARTICLE VII

The business of this Corporation shall be conducted by a Board of Directors of not less than (1) Director, the exact number of Directors to be fixed by the By-Laws of this Corporation.

ARTICLE VIII

The name and post office addresses of the first Board of Director of this Corporation, who shall hold office until the organization meeting of this corporation, and until his successors are elected and have qualified is:

EDUARDO E. PEREZ
9260 SW 41 ST.
MIAMI, FL. 33165

The offices to be held by the above named Director are as follows:

EDUARDO E. PEREZ, PRESIDENT/SECRETARY

The initial registered agent of the Corporation at the initial registered office of this Corporation will be:

EDUARDO E. PEREZ
9262 SW 40 ST.
MIAMI, FL. 33165

ARTICLE IX


The name and post office addresses of each subscriber of these Articles of Incorporation, and a statement of the number of shares of stock which each agrees to take is as follows:

<u>Name</u>	<u>Address</u>	<u>No. Shares</u>	<u>Value</u>
Eduardo E. Perez	9262 SW 40 ST., Miami, FL. 33165	60	No par value

ARTICLE X

The provisions of this Charter, and each and every article and section hereof, and the By-Laws of this Corporation shall be considered a part of every contract and transaction to which this Corporation shall be a party. Every person, association and/or corporation dealing with this Corporation is hereby charged with notice and knowledge of this Corporation.


IN WITNESS WHEREOF, we have hereunto set our hands and seals, and acknowledge to be filed in the office of the Secretary of State the foregoing Articles of Incorporation, this 30 day of APRIL A.D., 1997.

 (Seal)

STATE OF FLORIDA)
COUNTY OF DADE) SS:

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared EDUARDO E. PEREZ and severally acknowledged before me that he signed the foregoing Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal at the City of Miami, County of Dade, State of Florida, this 7 day of MAY A.D., 1997.


NOTARY PUBLIC
State of Florida at Large

My commission expires:

MARIA M. RODON
Notary Public, State of Florida
My Comm. expires Nov 17, 1997
No. 00331025

CERTIFICATE DESIGNATING REGISTERED AGENT AND OFFICE

IN COMPLIANCE WITH SECTIONS 48.091 and 607.034, FLORIDA STATUTES, as may be amended, the following is submitted:

That, CARMEN ELECTRICAL ENTERPRISES INC. desiring to organize and qualify as a corporation under the laws of the State of Florida, with its initial registered office at 9262 SW 40 ST., Miami, FL. 33165 has named EDUARDO E. PEREZ as its Registered Agent to accept service of process within the State of Florida; and

That, having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, EDUARDO E. PEREZ hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper performance of his duties.


Eduardo E. Perez

STATE OF FLORIDA)
)SS
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgements in The State and County set forth above, personally appeared Mr. Eduardo E. Perez known to be and known by me to be the person who executed the foregoing Certificate Designating Registered Agent and office, and he acknowledged before me that he executed same for the purposes and in the capacities set forth therein.

IN WITNESS THEREOF, I have hereunto set my hands and official seal in the State and County aforesaid, this 7 day of MAY 1997.


NOTARY PUBLIC, STATE OF
FLORIDA

My commission expires:

MARIA M. RODON
Notary Public, State of Florida
My Comm expires Nov 17 1997
No CC331025

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MAY 9 1997
MIAMI COUNTY, FLORIDA
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