

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224 8870 • 1-800-342 8062 • Fax (904) 222 1222

P97000049716

Erwin Electric
INC.

400002202864--7
-06/05/97--01057--012
*****70.00 *****70.00

FILED

97 JUN -5 PM 1:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- ☒ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Name Reservation
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☐ Cert. Copy
- ☒ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

DIVISION OF CORPORATION

97 JUN -5 AM 10:58

RECEIVED

Signature _____

Requested by *DN*

Name _____

Date *6/5*

Time *10:00*

Walk-In _____

Will Pick Up _____



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 27, 1997

CAPITAL CONNECTION, INC.
417 E VIRGINIA ST
SUITE 1
TALLAHASSEE, FL 32301

The name ERWIN ELECTRIC, INC. has been reserved for 120 days beginning March 27, 1997. The reservation number is R97000001472 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Judy Eure

Letter number: 997A00015691

Deeb Lamont, P.A.
Attorneys at Law

Deeb

Brian P. Deeb
David A. Lamont
Theresa A. Deeb

June 3, 1997

Capital Connection, Inc.
417 E. Virginia Street, Suite 1
Tallahassee, FL 32301

Re: Articles of Incorporation of Erwin Electric, Inc.

Dear Sir/Madam:

Enclosed please find the original and one copy of Articles of Incorporation for the above-referenced corporation. Please have the same filed using your one-day filing method. Please also provide a photocopy of the "filed" articles together with a corporate book and seal via overnight delivery.

Also enclosed you will find the State's verification letter reserving the above-referenced name. We have become aware of another company who has incorporated under our reserved name. However, it was done after our reservation was in place. Therefore, we do not anticipate any problem from the State in accepting our Articles and request that they have the other company change its name immediately.

Should you have any questions regarding the foregoing, please call my secretary, Lisa. Thank you for your immediate attention to this matter.

Very truly yours,



Brian P. Deeb

BPD/lis

Enclosure

ARTICLES OF INCORPORATION

OF

ERWIN ELECTRIC, INC.

ARTICLE I

Name

- 1.1 The name of the corporation is **ERWIN ELECTRIC, INC.**

ARTICLE II

Duration

- 2.1 This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation with the Department of State of Florida.

ARTICLE III

Purpose

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

ARTICLE IV

Capital Stock

- 4.1 This corporation is authorized to issue 100 shares of \$1.00 par value common stock.

ARTICLE V

Preemptive Rights

- 5.1 Should the capital stock be increased at any time, the stockholders at the time of such increase shall be entitled to a pro-rata share of such increase upon payment for the shares at the price at which the shares are offered to others.

ARTICLE VI

Initial Registered Office and Agent

- 6.1 The street address of the initial registered office of this corporation is 5999 Central Avenue, Suite 202, St. Petersburg, FL 33710, and the name of the initial registered agent of this corporation is D & B CORPORATE SERVICES, INC.

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97 JUN -5 PM 1:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

6.2 The corporation's initial principal place of business will be:

30750 U.S. 19 North
Palm Harbor, FL 34684

ARTICLE VII

Initial Board of Directors

7.1 This corporation shall have one director initially.

7.2 The number of directors may be increased or decreased from time to time in accordance with the bylaws, but shall never be less than one (1).

7.3 The name and address of the initial director of this corporation:

Frank Mongelluzzi
30750 U.S. 19 North
Palm Harbor, FL 34684

ARTICLE VIII

Incorporator

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

Frank Mongelluzzi
30750 U.S. 19 North
Palm Harbor, FL 34684

ARTICLE IX

Indemnification

9.1 The corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

ARTICLE X

Amendment

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30
day of May, 1997.


FRANK MONGELLUZZI

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, personally appeared FRANK MONGELLUZZI, well known to me
to be the person described above, and he acknowledged to me that he executed the same for the purposes therein
expressed.

SWORN TO AND SUBSCRIBED before me this 30 day of May, 1997.




NOTARY PUBLIC
My Commission Expires:

CONSENT OF REGISTERED AGENT

Having been named as Registered Agent for ERWIN ELECTRIC, INC., at the registered office designated in the Articles of Incorporation, the undersigned hereby accepts the designation of Registered Agent.

D & B CORPORATE SERVICES, INC.

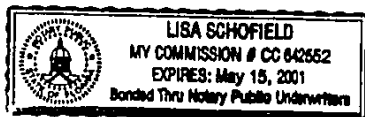
By: 

BRIAN P. DEEB

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, personally appeared BRIAN P. DEEB, of D & B CORPORATE SERVICES, INC., and he acknowledged that he executed the foregoing Consent of Registered Agent for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 20 day of May, 1997.




NOTARY PUBLIC
My Commission Expires:

FILED
97 JUN -5 PM 1:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

P970000 49717

6/21/97

1323-5539-8

813-447-2994

HAMCEN H EASKIN III PA

516 N F HARRISON AVE

CLLAPLATER

FL 34615

Office Use Only

(if known):

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DIVISION OF CORPORATIONS
97 JUN -4 PM 3 00

1. _____
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

6/21/97
W97-13078

*Law Offices
of
Hamden H. Baskin, III, P.A.*

*516 No. F. Harrison Avenue
Clearwater, Florida 34615*

*Telephone: 813/447-2994
Fax: 813/446-0049*

VIA FEDERAL EXPRESS

June 4, 1997

State of Florida
Department of State
Corporate Division
ATTN: Sharon Tala
409 E. Gaines Street
Tallahassee, FL 32301

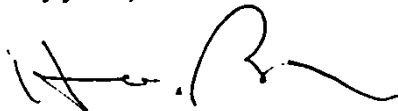
RE: C.H.W. Enterprises, Inc.
New Corporation - Filing Fee

Dear Ms. Tala:

Pursuant to your telephone call of 6/4/97, enclosed please find our firm's check in the amount of \$122.50 for filing fees.

Thanking you in advance and with the kindest of personal regards, I remain

Sincerely yours,



Hamden H. Baskin, III
Attorney at Law

HHBIII:dlw

Enclosure: as stated



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 4, 1997

HAMDEN H, BASKIN, III, PA
516 N. FT. HARRISON AVE.
CLEARWATER, FL 34615

SUBJECT: C.H.W. ENTERPRISES, INC.
Ref. Number: W97000013078

We have received your document for C.H.W. ENTERPRISES, INC.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$70.00. Your document will be retained in our pending file. Please return a copy of this letter to ensure that your check is properly credited.

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) 487-6924.

Sharon Tala
Document Specialist Supervisor

Letter Number: 697A00030198

ARTICLES OF INCORPORATION

OF

C.H.W. Enterprises, INC.

The undersigned, acting as incorporator to these Articles of Incorporation, a natural person competent to contract, hereby associates himself to form a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is:

C.H.W. Enterprises, INC.

ARTICLE II

The principal office of the corporation is located at:

703 Franklin Street
Clearwater, FL 33756

ARTICLE III

NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

(A) To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind and description, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

(B) To conduct business in, or have one or more offices in, and buy hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida, and in all other states and countries.

(C) To conduct debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfer of corporate property, or

SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN -4 PM 3:40

other instruments to secure the payment of corporate indebtedness as required.

(D) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

(E) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock and to perform and conduct all other business allowed by the laws of the State of Florida.

(F) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing, and to perform any act authorized or allowed by the laws of the State of Florida.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock, having par value of One Dollar (\$1.00) per share.

ARTICLE V

INITIAL CAPITAL

The amount of capital with which this corporation shall begin business shall be not less than the sum of \$100.00.

ARTICLE VI

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII

SPECIAL PROVISION

It is the intent of the incorporator that the corporation may qualify as a Subchapter S corporation under the Internal Revenue Code. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VIII

REGISTERED OFFICE AND REGISTERED AGENT

The name and street address of the registered office of this corporation in the State of Florida is

HAMDEN H. BASKIN, III, P.A.
516 N. FT. HARRISON AVENUE
CLEARWATER, FL 34615

ARTICLE IX

DIRECTORS

The corporation shall have one director initially. The number of directors may be increased from time to time, by amendment to the bylaws, but shall never be less than one (1).

ARTICLE X

INITIAL DIRECTOR(S)

The name and street address of the member(s) of the first Board of Directors is:

"Flash" Gordon C. Williamson
703 Franklin Street
Clearwater, FL 33756

D. Edward Henderson
1029 Nokomis Street
Clearwater, FL 33755

David James Carey
1180 Port Way
Clearwater, FL 33755

F. Scott Henderson
675 Gulfview Blvd. S.
#1004
Clearwater, FL 34630

ARTICLE XI
INCORPORATOR

The name and street address of the incorporator of these Articles of Incorporation is:

D. Edward Henderson
1029 Nokomis Street
Clearwater, FL 33755

The incorporator certifies that the proceeds of the stock subscribed for will not be less than the amount of capital with which the corporation shall begin business as is set forth herein.

ARTICLE XII

INDEMNITY OF DIRECTORS AND OFFICERS

Any person made a party to any action, suit or proceeding by reason of the fact that he, his Testator, or intestate, is or was a director, officer or employee of the corporation which he served as such at the request of the corporation shall be indemnified by the corporation against the reasonable expenses, including attorney's fees, actually and necessarily incurred by him in connection with the defense of such action, suit or proceeding, or in connection with any appeal therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such officer, director or employee is liable for negligence or misconduct in the performance of his duties.

The foregoing right of indemnification shall not be deemed exclusive of any other rights to which any officer or director or employee may be entitled apart from the provisions of this section.

A director shall not be liable for dividends illegally declared, distributions illegally made to shareholders, or any other action taken in reliance and good faith upon financial statements of the corporation represented to him to be correct by the president of the corporation or the officer having charge of the books of account, or certified by an independent or certified accountant to clearly reflect the financial condition of the corporation; nor shall he be liable if in good faith in determining the amount available for dividends or distribution he considers the assets to be of ample value.

ARTICLE XIII

BYLAWS OR STOCKHOLDERS AGREEMENT

By stockholders agreement or bylaws, the corporation may restrict the transfer or encumbrance of any and all of its stock, including, but not limited to, provisions for the transfer of the stock owned by retiring, disabled or deceased stockholder, or any stockholder required to sever financial interest in the corporation. The bylaws may be repealed or amended, and new bylaws may be adopted, by either the Board of Directors or the stockholders, but the Board of Directors may not amend or repeal any bylaw adopted by the stockholders if the stockholders specifically provide such bylaw not subject to amendment or repeal by the directors.

ARTICLE XIV

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XV

DATE OF INCEPTION

The date the corporate existence shall begin shall be as of the date of filing and acceptance of these Articles of Incorporation by the Secretary of State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 3RD day of June, 1997.

D. Edward Henderson
D. EDWARD HENDERSON

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing Articles of Incorporation were acknowledged before me this 3RD day of June, 1997, by D. EDWARD HENDERSON.

Donna L. Wiggins
Notary Public - State of Florida
My commission expires:



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above named corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the laws of the State of Florida.

HAMDEN H. BASKIN, III, P.A.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN -4 PM 3:00