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PAUL D. NEWELL

FILED

97 JUL 28 PM 3:16

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TALLAHASSEE, FLORIDA

July 24, 1997

Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

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-07/28/97--01162--008  
\*\*\*122.50 \*\*\*122.50

Re: Radio Electric Supply, Inc.

Gentlemen:

Enclosed please find the Articles of Incorporation of Radio Electric Supply, Inc. Please file said Articles and assign a Charter Number accordingly.

I am also enclosing herewith our check in the amount of \$122.50 to cover the filing fees, etc.

Thanking you for your continued assistance, I remain,

Sincerely,

*Marcia L. Hall*

Marcia L. Hall  
Secretary to Paul D. Newell

encl.

PAH  
7/30/97

ARTICLES OF INCORPORATION  
OF  
RADIO ELECTRIC SUPPLY, INC.

FILED  
97 JUL 28 PM 3:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be: RADIO ELECTRIC SUPPLY, INC.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation by the Florida Department of State, Division of Corporations. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of the State of Florida and the United States of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 500 par value shares of common capital stock.

ARTICLE V. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this

corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

#### ARTICLE VI. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board of Directors shall be two. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than two.

The names and addresses of each individual who shall serve as a member of the Initial Board of Directors are:

Donald E. Gies  
1298 S.E. 5th Avenue  
Melrose, Florida 32666.

Dorothy L. Gies  
1298 S.E. 5th Avenue  
Melrose, Florida 32666.

#### ARTICLE VII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

Articles of Incorporation of Radio Electric Supply, Inc.

ARTICLE VIII. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE &

AGENT

The address of this corporation's principal office is 1298 S.E. 5th Avenue, Melrose, Florida 32666; and the address of this corporation's initial registered office shall be:

Suite 201 Newell Building  
101 Lawrence Boulevard  
Keystone Heights, Florida 32656.

The name of the individual who shall serve as this corporation's initial registered agent at that address is:

Paul D. Newell

ARTICLE IX. INCORPORATOR

The name and address of the individuals who shall serve as this corporation's incorporators are: Donald E. Gies and Dorthy L. Gies, both residing at 1298 S.E. 5th Avenue, Melrose, Florida 32666.

ARTICLE X. AMENDMENT

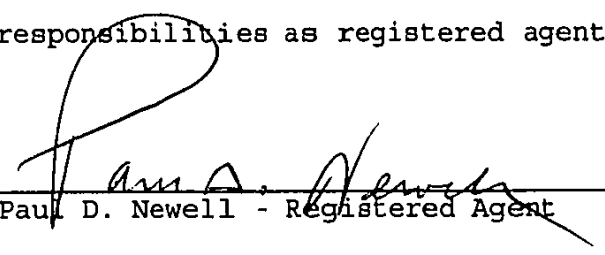
This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

Donald E. Gies  
Donald E. Gies - Incorporator

Dorthy L. Gies  
Dorthy L. Gies - Incorporator

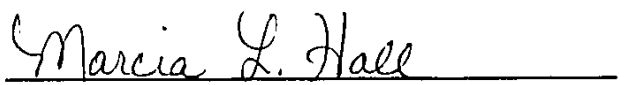
Articles of Incorporation of Radio Electric Supply, Inc.

I hereby accept my designation as resident agent and agree to  
serve as the resident agent of RADIO ELECTRIC SUPPLY, INC. I  
hereby state that I am familiar with and accept the duties and  
responsibilities as registered agent for said corporation.

  
Paul D. Newell - Registered Agent

STATE OF FLORIDA  
COUNTY OF CLAY

On July 21, 1997, Paul D. Newell, designated above as the  
individual who shall serve as the corporation's initial registered  
agent; and Philip Thomas Dean, the corporation's incorporator, both  
of whom are personally known to me, personally appeared before me  
at the time of notarization, and acknowledged signing these  
Articles of Incorporation of RADIO ELECTRIC SUPPLY, INC. for the  
purposes therein expressed.



MARCIAL HALL  
Notary Public, State Of Florida  
My Comm. Expires Feb. 9, 1998  
Comm. No. 347396

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