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TO: DIVISION OF CORPORATIONS

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NAME: CARLOS ELECTRIC, INC.

AUDIT NUMBER.....H97000012937

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

CERT. OF STATUS..0

PAGES..... 4

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(A)

ARTICLES OF INCORPORATION  
OF

CARLOS ELECTRIC, INC.

The undersigned incorporator(s); for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: CARLOS ELECTRIC, INC.

The principal place of business of this corporation, shall be:

2875 SW 76th Avenue  
Miami, Florida 33155

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 100 shares with a \$5.00 par value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

CARLOS HERNANDEZ  
2875 SW 76th Avenue  
Miami, FL 33155

Prepared by: MIGUEL E. TURBAY  
ASHLAND ASSURANCE  
608 NW 57th Avenue  
MIAMI, FL 33126  
(805) 262-4053

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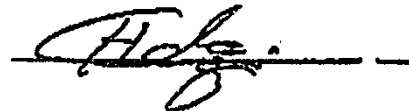
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the Incorporator(s) to this articles of Incorporation is(are):

CARLOS HERNANDEZ  
2875 SW 76th Avenue  
MIAMI, FLORIDA 33155

IN WITNESS WHEREOF, the undersigned Incorporator(s) has(have) executed these Articles of Incorporation this 7th day of August, 1997.

Signature(s) of Incorporator(s)



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H 97000012937

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

CARLOS ELECTRIC, INC.

2. The name and address of the registered agent and office is:

CARLOS HERNANDEZ

(P.O. BOX NOT ACCEPTABLE)

2875 SW 76th Avenue, MIAMI, FLORIDA 33155

(CITY/STATE/ZIP)

SIGNATURE 

TITLE DIRECTOR/INCORPORATOR

DATE AUGUST 7, 1997

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE 

DATE AUGUST 7, 1997

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