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JOHN M. HOFMANN

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August 12, 1997

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****122.50 ****122.50

Department of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Enclosed are the Articles of Incorporation for G.M.T.
Lighting and Electric, Inc. and the Registered Agent designation.

Please record the Articles and return to me at the above
address. A check for \$122.50 payable to Secretary of State is
attached for costs as follows:

Filing fees	\$ 35.00
Certified copy	52.50
Registered agent designation	35.00
	<u>\$122.50</u>

Thank you for your assistance in this matter.

Yours very truly

John M. Hofmann
John M. Hofmann, CPA

AUG 14

BSB

FILED
97 AUG 14 PM 1:56
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
G.M.T. LIGHTING AND ELECTRIC, INC.

FILED

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FILED
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

WE, THE UNDERSIGNED, being natural persons of legal age, do hereby desire to form a corporation under the laws of the state of Florida, and do hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be G.M.T. LIGHTING AND ELECTRIC, INC., a Florida corporation. The principal place of business of this corporation shall be 380 Orange Lane, Unit A, Casselberry, Florida 32707.

ARTICLE II

GENERAL NATURE OF BUSINESS

This corporation shall have those powers authorized or permitted by law or otherwise, it being the intention that this corporation shall have the right to engage in any business or activity not expressly prohibited by applicable law of the state of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock of this corporation which the corporation is authorized to have outstanding at any one time is 500 shares of common capital stock having a par value of \$1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors of this corporation.

The names and numbers of the shareholders of this corporation are as follows:

Herbert W. Stewartson

500 shares

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 380 Orange Lane, Unit A, Casselberry, Florida 32707, and the name of the initial Registered Agent of this corporation at that address is Herbert W Stewartson

ARTICLE V

INITIAL BOARD OF DIRECTORS

The business of the corporation shall be conducted and managed by a Board of Directors consisting of not less than one member, as fixed from time to time by the By-Laws of this corporation, and the Board of Directors shall be elected or appointed by the shareholders of the corporation but it shall not be necessary for any such director to be a shareholder of the corporation

The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and qualified are

HERBERT W STEWARTSON

1037 Burnett Street

Oviedo, Florida 32765

ARTICLE VI

INCORPORATORS

The names and addresses of the Incorporators of this corporation are:

HERBERT W STEWARTSON

1037 Burnett Street

Oviedo, Florida 32765

ARTICLE VII

BY-LAWS

The power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors and the shareholders of this corporation.

ARTICLE VIII

INDEMNIFICATION

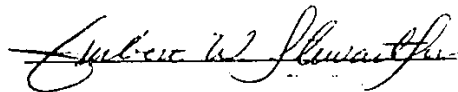
Every director, officer, employee or agent of the corporation shall be indemnified by the corporation against all expenses and liabilities, including attorneys fees, reasonably incurred or by reason of their being imposed upon him or her being or having been a director, officer, employee or agent of the corporation, or any settlement thereof, whether or not he or she is a director, officer, employee or agent is adjudged liable for gross negligence or willful and wanton misconduct in the performance of his or her duties as such officer, director, employee or agent. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director, officer, employee or agent may be entitled.

ARTICLE IX

AMENDMENT

The corporation reserves the right to amend, alter, change, repeal and revise any of the provisions of this corporation's Articles of Incorporation in the manner now, or hereafter prescribed by statute and all rights conferred on shareholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 11th day of August, 1997.



HERBERT W. STEWARTSON

STATE OF FLORIDA

COUNTY OF SEMINOLE

The foregoing instrument was acknowledged before me this 11th day of
August, 1997, by HERBERT W. STEWARTSON, who is personally known
to me or who has produced _____ as identification.

Jacquelyn A. Canes

(Name)

Notary Public

JACQUELYN A. CANES
Notary Public - State of Florida
My Commission Expires Jan 21, 2000
Commission # CC 500167

FILED

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CERTIFICATE DESIGNATING PLACE OF BUSINESS

OR DOMICILE FOR THE SERVICE OF PROCESS

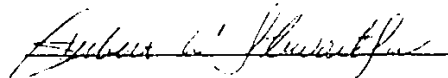
WITHIN THIS STATE NAMING UPON WHOM

PROCESS MAY BE SERVED

IN PURSUANCE of chapter 48.091, Florida Statutes, the following is submitted in compliance with said act

First, that G M T LIGHTING AND ELECTRIC, INC., desiring to organize under the laws of the state of Florida, with its principal office as indicated in the Article of Incorporation in the City of Casselberry, County of Seminole, State of Florida, has named HERBERT W STEWARTSON, of 380 Orange Lane, Unit A, Casselberry, Florida 32707, as its agent to accept service of process within this state.

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



HERBERT W. STEWARTSON,

Registered Agent