

197000074377

E & Son Electrical Incorporate
1010 SE 8 Court
Miami, FL 33130

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. E & Son Electrical Incorporate
(Corporation Name) (Document #)

2. (Corporation Name) (Document #) 700002277787--7

3. (Corporation Name) (Document #) -08/26/97--01071--001
****122.50 ****122.50

4. (Corporation Name) (Document #)

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NEW FILINGS	
<input checked="" 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

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FILED
97 AUG 26 AM 11:38
STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

E & SON ELECTRICAL INCORPORATED

FILED
97 AUG 26 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of the corporation shall be E & SON ELECTRICAL
INCORPORATED

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall
be at the time of the filing of these Articles of Incorpora-
tion by the Secretary of State, State of Florida. This
corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

The corporation is being organized for the purpose of
ALL THAT IS LEGAL IN THE STATE OF FLORIDA engaging in the
transaction of any and all business activities permitted
under the laws of Florida and the United States of America.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue one thousand
(1000) shares of one dollar(s) (\$1.00) par value Common
Stock, which shall be designated "Common Shares".

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this
corporation of any shares of new capital stock of the same
kind, class, or series, as that which the shareholder
already holds, shall have the preemptive right to purchase
a pro rata share thereof (as nearly as many be done without
the issuance of fractional shares) at the price at which
such shares are offered to others.

ARTICLE VI. 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.

Each stock certificate issued by this corporation shall carry the following legend:

"THESE SHARES ARE HELD SUBJECT TO CERTAIN TRANSFER RESTRICTIONS IMPOSED BY THIS CORPORATION'S ARTICLES OF INCORPORATION, A COPY OF WHICH IS ON FILE AT THIS CORPORATION'S PRINCIPAL OFFICE".

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board of Directors shall be 2. 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 one.

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

AMAT SERGIO FERNANDEZ:	1010 S.W. 8th. COURT	
	Miami, Fl. 33130	
	PRESIDENT & SECRETARY	50%
ALEXANDER FERNANDEZ:	1010 S.W. 8th. COURT	
	Miami, Fl. 33130	
	VICE PRESIDENT & TREASURE	50%

ARTICLES VIII. 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.

ARTICLE IX

PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of the corporation's principal office and the address of this corporation's initial registered office shall be: 1010 S.W. 8th. COURT, Miami, Florida, 33130.

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


ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is: AMAT SERGIO FERNANDEZ 1010 S.W. 8th. court, Miami, Florida, 33130.

ARTICLE XI. 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.


Amat Sergio Fernandez
PRESIDENT


Alexander Fernandez
VICE-PRESIDENT

I hereby accept my designation as resident director and agree to serve as the resident director of E & SON ELECTRICAL INCORPORATED hereby state that I am familiar with and accept the duties and responsibilities as registered director for E & SON ELECTRICAL INCORPORATED.


E & SON ELECTRICAL INCORPORATED
Director

I hereby accept my designation as resident agent and agree to serve as the resident agent of E & SON ELECTRICAL INCORPORATED I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for E & SON ELECTRICAL INCORPORATED.


AMAT SERGIO FERNANDEZ
AGENT

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97 AUG 26 AM 11:38
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
County of Dade

On August 15th, 1997, Amat Sergio Fernandez and Alexander Fernandez, designated above as the individuals who shall serve as the corporation's initial registered director and agents who are personally known to me, or produced a Florida driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles of Incorporation of E & SON ELECTRICAL INCORPORATED.


NOTARY PUBLIC
STATE OF FLORIDA

OFFICIAL NOTARY SEAL
ANA A LAITANO
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC470652
MY COMMISSION EXP. JULY 2, 1999