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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: D & L WIRE & CABLE, INC.

AUDIT NUMBER.....H97000015618

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

CERT. OF STATUS..0

PAGES.....4

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ARTICLES OF INCORPORATION  
OF  
D & L WIRE & CABLE, INC.

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ARTICLE I - NAME

The name of this Corporation is D & L Wire & Cable, Inc.

ARTICLE II - DURATION

This Corporation shall exist perpetually commencing on the date  
these Articles are filed.

ARTICLE III - PURPOSE

This Corporation is organized for the transaction of any and all  
lawful purpose.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue five hundred shares of  
\$1.00 par value, which said shares shall be designated as  
"Common Shares"

ARTICLE V - INITIAL REGISTERED AND PRINCIPAL OFFICE AND AGENT

The street address of the initial registered and principal office  
of the Corporation is 2361 N.W. 33 Street, Suite 602

Fort Lauderdale, FL 33309.

The name of the initial Registered Agent of this  
Corporation is Barry Paster.

Michael K. Fish, P.A.  
7700 N. Kendall Drive, Suite 501  
Miami, Florida 33156  
(305) 279. 8484

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**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This Corporation shall have one (1) initial director.  
The number of directors may increase from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial director of this Corporation is:

Barry Paster  
2361 N.W. 33 Street, Suite 602  
Fort Lauderdale, FL 33309

**ARTICLE VII - INCORPORATOR**

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

Barry Paster  
2361 N.W. 33 Street, Suite 602  
Fort Lauderdale, FL 33309

**ARTICLE VIII**

This Corporation shall have all of the Corporate powers enumerated in the Florida General Corporation Act.

**ARTICLE IX - AMENDMENT**

This Corporation reserves the right to amend, rescind, or repeal any provisions contained in these Articles of Incorporation, and amendment thereof, and any right conferred upon the shareholders herein to this reservation.

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ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19<sup>th</sup> day of Sept 1997.

Barry Paster  
Barry Paster

ACKNOWLEDGEMENT:

Having been named as Registered Agent to accept service of process for the above-stated Corporation, at a place designated in these Articles of Incorporation, I hereby agree to act in that capacity, to comply with the provisions of Florida Statutes Section 48.091 and any amendments thereto, and to comply with the provisions of all other Statutes related to the proper and complete performance of my duties.

IN WITNESS WHEREOF, I have hereunto set my hand this 19<sup>th</sup> day of Sept, 1997.

Barry Paster  
Barry Paster  
Registered Agent

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TALLAHASSEE, FLORIDA

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