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NOVEMBER 14, 1997

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

200002350512--4  
-11/18/97-01055-006  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: SANTIAGO ELECTRICAL COMPANY, INC.

Dear Sir or Madam:

Enclosed please find proposed Certificate of Incorporation of the above entitled corporation. Please file the original and return confirmation of the filing to this office in the prepaid Federal Express envelope enclosed.

Also enclosed please find my firm's check in the amount of \$70.00 as and for the filing fee in connection with the above.

Your prompt attention and consideration are greatly appreciated.

Very truly yours,

*Lawrence A. Kirsch*

Lawrence A. Kirsch

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV 18 PM 3:14

D. BROWN NOV 20 1997

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV 18 PM 3:14

## ARTICLES OF INCORPORATION

### SANTIAGO ELECTRICAL COMPANY, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

#### ARTICLE I NAME

The name of the corporation is SANTIAGO ELECTRICAL COMPANY, INC.

#### 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, county, territory or nation. To engage in the electrical contracting business generally and in the manufacture and sale of electrical equipment and appliances, to bid on electrical contracts, to perform other activities as may be ancillary to such business, and to own, operate, manage, acquire and deal in property, real and personal.

#### ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: Two Hundred, (200), all of which shall be without par value.

#### ARTICLE IV TERMS OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE V OFFICERS DIRECTORS

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

David Santiago  
218 Commercial Boulevard  
Suite 208-0  
Fort Lauderdale, Florida 33308

#### ARTICLE VI PRINCIPAL MAILING ADDRESS

The principal mailing address of the corporation shall be:

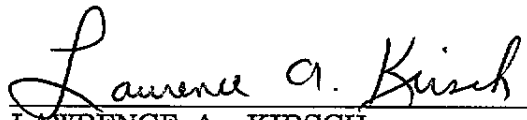
218 Commercial Boulevard  
Suite 208-0  
Fort Lauderdale, Florida 33308

ARTICLE VII INCORPORATOR

The name and street address of the incorporator to this articles of incorporation is:


Lawrence A. Kirsch  
90 State Street  
Albany, New York 12207


IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 14th day of November, 1997.

  
LAWRENCE A. KIRSCH

STATE OF NEW YORK)  
COUNTY OF ALBANY ) SS.:

The foregoing instrument was acknowledged and sworn to me before this 14th day of November, 1997 by the incorporator of SANTIAGO ELECTRICAL COMPANY, INC.

  
Notary Public  
My Commission Expires:

KELLY A. HEMENDINGER  
Notary Public, State of New York  
No. 01HE5062156  
Qualified in Rensselaer County   
Commission Expires June 24, 1998

**CERTIFICATE DESIGNATING**  
**REGISTERED AGENT/REGISTERED OFFICE**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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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 is: SANTIAGO ELECTRICAL COMPANY, INC.

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

MR. RONALD ALFIERE

218 COMMERCIAL BOULEVARD SUITE 208-0

(P. O. BOX NOT ACCEPTABLE)

FORT LAUDERDALE, FLORIDA 33308

(CITY/STATE/ZIP)

SIGNATURE 

(Corporate Officer)

TITLE President

DATE 11-10-97

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 

(Registered Agent)

DATE 10/28/97

REGISTERED AGENT FILING FEE: \$20.00