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A & S ELECTRIC OF FLORIDA, INC.  
2132 LAKEVILLE DRIVE  
NORTH FORT MYERS, FLORIDA 33917-6729

January 1, 1998

Corporate Records Bureau  
Division of Corporations  
Department of State  
P O Box 6327  
Tallahassee, FL 32301

200002390182--8  
-01/05/98--01128--005  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir or Madam:

As Incorporator of the above named corporation, I am requesting a Charter from the State of Florida in order to start a business as a corporation in Florida.

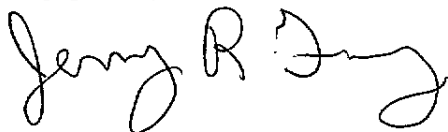
Enclosed are the following papers, together with my check:

- a. Original and one copy of Certificate of Incorporation for filing and approval by your office.
- b. Certificate of Registered Agent;
- c. Check to cover fees and costs in the amount of \$122.50.

\$35.00 to file Certificate  
\$52.50 for certified copy  
\$35.00 for Registered Agent Designation

Please return the certified copy as soon as possible.

Very truly yours,



JERRY R. FRY  
PRESIDENT  
A & S ELECTRIC OF FLORIDA, INC.

enclosure

FILED  
98 JAN 20 AM 9:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1-22-98  
CB

**ARTICLES OF INCORPORATION**

**OF**

**A & S ELECTRICAL ENTERPRISES, INC.**

**ARTICLE I. CORPORATION NAME**

**The name of the corporation is:**

**A & S ELECTRICAL ENTERPRISES, INC.**

**The address of the corporation is:**

**2132 LAKEVILLE DRIVE  
NORTH FORT MYERS, FLORIDA 33917-6729**

**ARTICLE II. NATURE OF BUSINESS AND POWERS**

**The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.**

**ARTICLE III. CAPITAL STOCK**

**The maximum number of share of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock with a par value of \$1. (one dollar ) per share.**

**ARTICLE IV. TERM OF EXISTENCE**

**This corporation shall have perpetual existence commencing upon issuance of the certificate of incorporation from the Secretary of State.**

**ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

**FILED**  
**98 JAN 20 AM 9:58**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

OFFICE      ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

JERRY R. FRY  
2132 LAKEVILLE DRIVE  
NORTH FORT MYERS, FLORIDA 33917-6729

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS

The name of the initial director of this Corporation and the street address is:

JERRY R. FRY  
2132 LAKEVILLE DRIVE  
NORTH FORT MYERS, FLORIDA 33917-6729

The person named as the initial director shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR

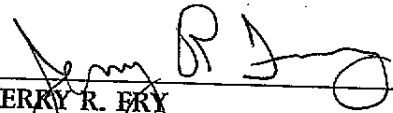
The name and address of the person signing these Articles of Incorporation as the INCORPORATOR is:

JERRY R. FRY  
2132 LAKEVILLE DRIVE  
NORTH FORT MYERS, FLORIDA 33917-6729

ARTICLE IX. AMENDMENT

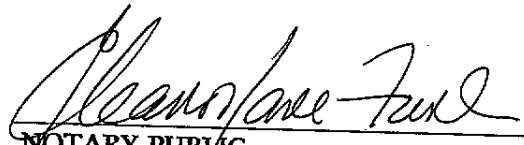
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by at least a majority of the stockholders entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as INCORPORATOR, has  
executed the foregoing Articles of Incorporation on this 1<sup>st</sup> day of  
January, 1998

  
\_\_\_\_\_  
JERRY R. FRY  
INCORPORATOR

BEFORE ME, a Notary Public, personally appeared JERRY R. FRY, known  
to be the person described as INCORPORATOR, and who executed the foregoing  
Articles of Incorporation, and acknowledged before me that he subscribed to  
these Articles of Incorporation on this 1<sup>st</sup> day of January, 1998

My commission expires:

  
\_\_\_\_\_  
NOTARY PUBLIC



Eleanor Jane Funk

My Commission CC688023

Expires October 12, 2001


I hereby am familiar with and accept the duties and responsibilities as  
Registered Agent for ~~A & S ELECTRIC OF FLORIDA, INC.~~ A & S Electrical Enterprises, Inc.

  
JERRY R. FRY  
REGISTERED AGENT

BEFORE ME, a Notary Public, personally appeared JERRY R. FRY, to me known  
to be the person described as Registered Agent and who executed the  
foregoing instrument and he acknowledged before me that he executed the  
same.

WITNESS, my hand and official seal this 1<sup>st</sup> day of January,  
1998

My Commission Expires:

  
NOTARY PUBLIC  
Eleanor Jane Funk  
My Commission CC688023  
Expires October 12, 2001

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 JAN 20 AM 9:58

FILED