

P980000015805

CAREY, O'MALLEY, WHITAKER & MANSON, P.A.

ATTORNEYS AT LAW

SUITE 1190
100 SOUTH ASHLEY DRIVE
POST OFFICE BOX 499
TAMPA, FLORIDA 33601-0499

MICHAEL R. CAREY
DOUGLAS P. MANSON
RANDALL P. MUELLER
ANDREW M. O'MALLEY
JACK R. PEPPER, JR.
JOSEPH C. RUSSO
DANIEL D. WHITAKER

February 16, 1998

TELEPHONE: (813) 221-8210
FACSIMILE: (813) 221-1430

Via UPS Next Day Air

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

600002432966--0
-02/17/98--01066--001
****122.50 ****122.50

Re: Utility Systems Supply Co., Inc.

To Whom It May Concern:

Enclosed are two originals of Articles of Incorporation for the above-named corporation. Please file one original and certify and return one original to me. A self-addressed envelope is included for your convenience.

Also enclosed is our firm check in the amount of \$122.50, to cover the following costs:

1.	Filing fee	\$35.00
2.	Designation of Registered Agent	35.00
3.	Certified copy of Charter	<u>52.50</u>
	Total	\$122.50

FILED
98 FEB 17 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Thank you. If you have any questions, please give me a call.

Sincerely,

CAREY, O'MALLEY, WHITAKER & MANSON, P.A.

Nancy Barnes
Nancy Barnes, Paralegal

NRB/trh
Enclosures

cc: Utility Systems Supply Co., Inc.

20-0462

me 2/18/98

**ARTICLES OF INCORPORATION
OF
UTILITY SYSTEMS SUPPLY CO., INC.**

FILED
98 FEB 17 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act, and pursuant to the following Articles of Incorporation.

ARTICLE 1

Name

The name of this corporation is: Utility Systems Supply Co., Inc.

ARTICLE 2

Mailing Address

The mailing address of this corporation is Post Office Box 181, Istachatta, Florida 34636.

ARTICLE 3

Shares

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock.

ARTICLE 4

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 9640 East New Hope Court, Floral City, Florida 34436, and the name of the initial registered agent of this corporation at that address is William John Godfrey, III.

ARTICLE 5

Incorporator

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

William John Godfrey, III
9640 East New Hope Court
Floral City, Florida 34436

ARTICLE 6

Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The name and address of the initial directors of this corporation are:

William John Godfrey, III
9640 East New Hope Court
Floral City, Florida 34436

Donna L. Smith
Post Office Box 181
Istachatta, Florida 34636

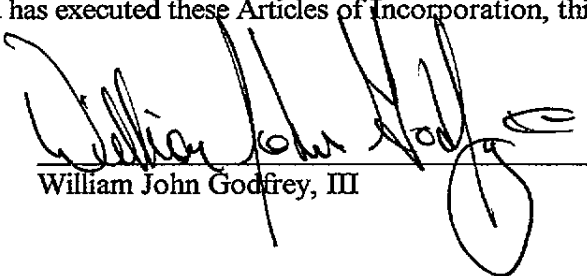
The method of election of directors will be as stated in the Bylaws.

ARTICLE 7

Indemnification

The corporation may enter into indemnification agreements and adopt Bylaw provisions for indemnification of any officer or director, or any former officer or director, or may provide, at the corporation's election, for indemnification of any officer or director, or any former officer or director, without agreement or Bylaw provisions to the full extent permitted by law. The corporation shall not be subject to court-ordered indemnification pursuant to Section 607.0850(9), Florida Statutes.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this ____ day of January, 1998.


William John Godfrey, III

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 13th ^{FEB} day of ~~January~~, 1998 by William John Godfrey, III.

SEAL

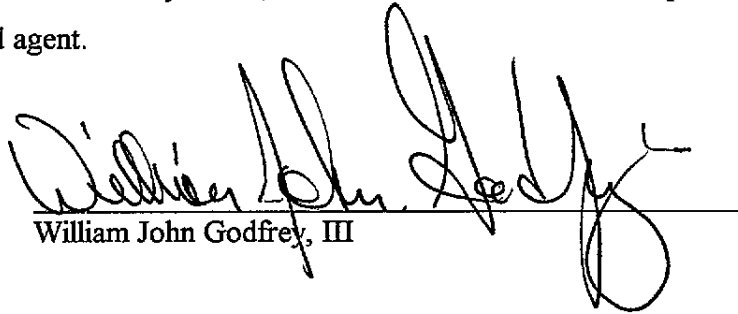

Type, Print or Stamp Name of Notary



Personally Known _____
Produced Identification X
Type of Identification Produced FLA DRIVER'S LICENSE
G-316-930-46-300-0

Acceptance of Registered Agent

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment of registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


William John Godfrey, III

FILED
98 FEB 17 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA