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**Dennis L. Horton, P. A.**

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March 9, 1999

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR 15 AM 8:43

Re: Incorporation of HARPER ELECTRIC CORP.

900002806359-9  
-03/15/99--01133--002  
\*\*\*\*122.50 \*\*\*\*\*78.75

Ladies and Gentlemen:

Please find enclosed for filing the original and one (1) copy of Articles of Incorporation for the above corporation, together with my trust check in the amount of \$122.50 for filing fee and certified copy of the Articles. After filing, please forward a certified copy of the Articles to me at the above address.

If you have any questions, please don't hesitate to contact me.

Sincerely,



Dennis L. Horton

DLH/lm  
Enclosures

3-28  
WES

ARTICLES OF INCORPORATION  
OF  
HARPER ELECTRIC CORP.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE ONE

NAME

The name of the Corporation is HARPER ELECTRIC CORP.

ARTICLE TWO

DURATION

The term of existence of the Corporation is perpetual.

ARTICLE THREE

PURPOSE

The purpose for which the Corporation is organized is to transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares that the Corporation has authority to issue is 1,000, all of which shall be common shares with par value of \$1.00.

ARTICLE FIVE

PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire any unissued or treasury shares.

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99 MAR 15 AM 8:44

ARTICLE SIX

REGISTERED AND PRINCIPAL OFFICES

The street address of the initial registered office of the Corporation is 307 North Highway 27, Unit B, Minneola, Florida 34755, and the name of the initial registered agent at that address is David E. Harper.

The initial address of the principal office of the Corporation is 307 North Highway 27, Unit B, Minneola, Florida 34755. The mailing address of the Corporation is P. O. Box 192, Minneola, Florida 34755.

ARTICLE SEVEN

DIRECTORS

The initial Board of Directors of the Corporation shall consist of one (1) member. The name and address of the member of the first Board of Directors is David E. Harper, 420 Waterwood Court, Minneola, FL 34755.

ARTICLE EIGHT

INCORPORATORS

The name and address of the incorporator is David E. Harper, 420 Waterwood Court, Minneola, FL 34755.

ARTICLE NINE

COMMENCEMENT OF EXISTENCE

This Corporation shall commence upon the filing of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 9<sup>th</sup> day of March, 1999.

David E. Harper  
David E. Harper

STATE OF FLORIDA  
COUNTY OF LAKE

I HEREBY CERTIFY that, on this day, before me, an officer duly authorized to take acknowledgments, personally appeared David E. Harper, who produced FL D/L #  
H616-165-66-171-0 for identification, and he acknowledged his execution of the foregoing Articles of Incorporation.

WITNESS my hand and official seal this 9<sup>th</sup> day of March, 1999.

Lila L. Morrison  
Notary Public - State of Florida  
My Commission Expires:



# ACCEPTANCE OF REGISTERED AGENT

I, David E. Harper, do hereby accept the appointment of registered agent of HARPER ELECTRIC CORP., this 9<sup>th</sup> day of March, 1999.

David E. Harper  
David E. Harper

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