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October 8, 1999

Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, FL 32399

EFFECTIVE DATE

10-8-99

100003011931--6

10/11/99-D1123-003

*****78.75 *****78.75

RE: KELSALL ELECTRIC COMPANY

Dear Sir/Madam:

Enclosed is the original and a copy of the proposed Articles of Incorporation for the above-named corporation, a Registered Agent Designation, and a check to your order to cover the following items:

1.	Filing	\$ 35.00
2.	Certified copy of the Articles of Incorporation	8.75
3.	Registered Agent Designation	35.00
TOTAL		\$ 78.75

Please send us a certified copy of the Articles of Incorporation once filed.

Sincerely,

David M. Presnick

David M. Presnick

Enclosures
cc: Barbara L. Kelsall

FILED
99 OCT 11 AM 9:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BROWN OCT 15 1999

EFFECTIVE DATE

10-8-77

ARTICLES OF INCORPORATION
OF
KELSALL ELECTRIC COMPANY

FILED
99 OCT 11 AM 9:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 1

Name

The name of the corporation is **KELSALL ELECTRIC COMPANY**.

Article 2

Duration

This duration of this corporation is perpetual. The date and time of commencement is the time these Articles are subscribed and acknowledged if filed with the Department of State of the State of Florida within five (5) days after such date, but if not filed within five (5) days, the time of filing with the Department of State.

Article 3

General Purposes

The general purposes for which this corporation is initially organized are to engage in any or all lawful business for which corporations may be incorporated under Florida law.

Article 4

Shares

The aggregate number of shares of stock which the corporation shall have authority to issue is 1,000 shares of common voting stock having a par value of \$1.00 per share.

Article 5

Principal Office and Registered Agent

The street address of the principal office of the corporation is 5040 Jean Street, Cocoa, Florida 32927. The name of the initial registered agent of the corporation at that address is Barbara L. Kelsall.

Article 6

Directors

The number of directors constituting the initial board of directors is one (1), and the name and address of the person who is to serve as the sole member thereof are as follows:

NAME

STREET ADDRESS

Barbara L. Kelsall

5040 Jean Street
Cocoa, Florida 32927

The number of directors may be changed from time to time by the bylaws.

Article 7

Incorporator

The name and street address of the incorporator and subscriber to 1,000 shares of the common voting stock of this corporation is as follows:

NAME

STREET ADDRESS

Barbara L. Kelsall

5040 Jean Street
Cocoa, Florida 32927

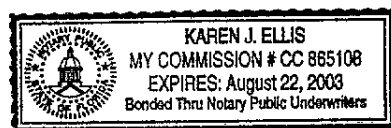
IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and hereby executes the foregoing Articles of Incorporation under the laws of the State of Florida this 8th day of October, 1999.


BARBARA L. KELSALL

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 8th day of October, 1999, by **BARBARA L. KELSALL**, who is personally known to me, and who did not take an oath.


NOTARY PUBLIC



CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT AND STREET ADDRESS FOR SERVICE OF PROCESS

Pursuant to Section 48.091, *Florida Statutes*, **KELSALL ELECTRIC COMPANY** hereby designates Barbara L. Kelsall and 5040 Jean Street, Cocoa, Florida 32927, as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.

KELSALL ELECTRIC COMPANY

By: Barbara L. Kelsall
BARBARA L. KELSALL

ACCEPTANCE OF DESIGNATION

I hereby accept the foregoing designation as registered agent of **KELSALL ELECTRIC COMPANY** for service of process within the State of Florida.

Barbara L. Kelsall
BARBARA L. KELSALL

FILED
99 OCT 11 AM 9:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA