

To: The Florida Dept. of State
Subject: 001528.96943

From: Ashley Smith

Wednesday, December 17, 2008 3:15 PM Page: 1 of 3

Division of Corporations

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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850)617-6380

From: Account Name : CORPDIRECT AGENTS, INC.
Account Number : 110450000714
Phone : (850)222-1173
Fax Number : (850)224-1640

SECRETARY OF STATE

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COR AMND/RESTATE/CORRECT OR O/D RESIGN

BILL WILLIAMS AIR-CONDITIONING & HEATING, INC.

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$35.00

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RECEIVED
2008 DEC 17 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Amend

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**CERTIFICATE AS TO AMENDMENT OF
ARTICLES OF INCORPORATION OF
BILL WILLIAMS AIR-CONDITIONING & HEATING, INC.**

We, William H. Williams and Gail R. Terry, hereby certify that we are the President and Secretary, respectively, of Bill Williams Air-Conditioning & Heating, Inc., a Florida corporation. We further certify that the following resolution relating to the amendment of the Articles of Incorporation of said corporation was approved and adopted by unanimous consent by the shareholders and directors of said corporation on this date:

BE IT RESOLVED, that, effective on the date of filing of this amendment with the Secretary of State of Florida, the first paragraph of ARTICLE III of the Articles of Incorporation of this corporation is hereby amended in its entirety to read as follows:

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be one thousand (1000) shares of Common Stock, par value ten dollars (\$10.00) per share. All stock issued shall be fully paid and non assessable. The Stockholders shall have no preemptive rights with respect to the capital stock or securities of the corporation, and the corporation from time to time may issue and sell shares of its capital stock of any class, may issue and grant rights and options to purchase shares of such capital stock and may issue and sell its bonds, notes, debentures and other securities convertible into stock of the corporation without offering such shares, rights or options to purchase shares, bonds, notes, debentures or other securities (whether now or hereafter authorized) to the Stockholders that are holding shares of its capital stock.

IN WITNESS WHEREOF, we have executed this certificate as President and Secretary, respectively, of Bill Williams Air-Conditioning & Heating, Inc., a Florida corporation, and have caused the same to be sealed with the corporate seal this 16th day of December, 2008.

BILL WILLIAMS AIR-CONDITIONING &
HEATING, INC.

By: William H. Williams
William H. Williams, President

Attest: Gail R. Terry
Gail R. Terry, Secretary

(Corporate Seal)

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STATE OF FLORIDA
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared William H. Williams and Gail R. Terry, who are each personally known to me or who have each produced _____ as identification, and who executed the foregoing certificate as President and Secretary, respectively, of Bill Williams Air-Conditioning & Heating, Inc., the corporation named therein, and who personally acknowledged to and before me that they executed the same in such capacities as the act and deed of said corporation.

WITNESS my hand and official seal in said County and State this 16th day of December, 2008.

Tiffany C. Robertson

Signature of Notary Public
Notary Public, State of Florida
My commission expires: _____

(Notarial Seal)



TIFFANY C. ROBERTSON
NOTARY PUBLIC, STATE OF FLORIDA
My Commission Expires Aug. 19, 2011
Commission No. DD 70624

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