

LAW OFFICES
OF
GOLDSMITH & GROUT, P.A.

Karen L. Goldsmith
Jonathan S. Grout
Peter A. Lewis

July 10, 2000

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FILED
30 JUL 11 AM 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Via UPS Next Day Air

P000000067338

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

Re: Wesley Whitson A/C-Heating Services, Inc.

Dear Madam or Sir:

Enclosed are the original and two (2) copies of the Articles of Incorporation and a check for \$87.50 to cover your filing fee. Please also provide us with a certified copy of the Articles and a Certificate of Status.

I have enclosed a UPS Next Day Air envelope and a return shipping form, billing the return service to our account. It would be greatly appreciated if you would return the certified copy of the Articles and the Certificate of Status to us by overnight UPS.

Thank you for your assistance. Please call collect if you have any questions.

Sincerely,

Sandra B. Smith

Sandra B. Smith
Paralegal

:sbs
Enclosures
cc: Wes Whitson

Reply to:

2180 Park Avenue North, Suite 100
Post Office Box 2011
Winter Park, Florida 32790-2011
Voice (407) 740-0144
Facsimile (407) 740-8574

307 West Park Avenue
Post Office Box 1017
Tallahassee, Florida 32302-1017
Voice (850) 222-1745
Facsimile (850) 222-0708

D. BROWN JUL 14 2000

FILED
00 JUL 11 AM 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

WESLEY WHITSON A/C-HEATING SERVICES, INC.

The undersigned natural person, competent and licensed to provide heating and air-conditioning services in the State of Florida, acting hereby as Incorporator for the purpose of forming a corporation for profit under the provisions of Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME OF CORPORATION

The name of this corporation is **WESLEY WHITSON A/C-HEATING SERVICES, INC.**

ARTICLE II

PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of the corporation shall be **Wesley Whitson A/C-Heating Services, Inc., 1967 Genova Drive, Oviedo, Florida 32765.**

ARTICLE III

PURPOSE

The general nature and purpose of the business to be transacted is the installation of heating and air-conditioning units and services related thereto.

ARTICLE IV

CAPITAL STOCK

The number of shares of stock that the corporation is authorized to have outstanding at any time shall be 10,000 shares of common stock at a par value per share of \$1.00.

The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

The sole shareholder of the corporation shall be Wesley Wayne Whitson.

ARTICLE V

DURATION

The corporation shall have perpetual existence.

ARTICLE VI

DIRECTORS/OFFICERS

The names and addresses of the Directors/Officers shall be as follows:

Wesley Wayne Whitson
1967 Genova Drive
Oviedo, Florida 32765.

ARTICLE VII

REGISTERED AGENT

The name and address of the Registered Agent of this corporation shall be as follows:

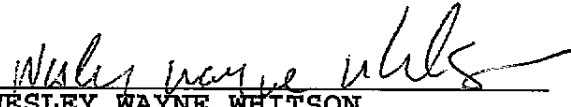
Wesley Wayne Whitson
1967 Genova Drive
Oviedo, Florida 32765.

ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator signing these Articles of Incorporation shall be as follows:

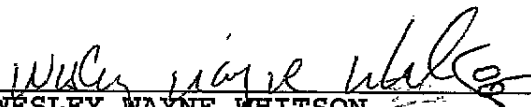
Wesley Wayne Whitson
1967 Genova Drive
Oviedo, Florida 32765.


WESLEY WAYNE WHITSON
Incorporator

ARTICLE IX

WRITTEN ACCEPTANCE BY REGISTERED AGENT

I am familiar with and hereby accept the designation as Registered Agent of this corporation.

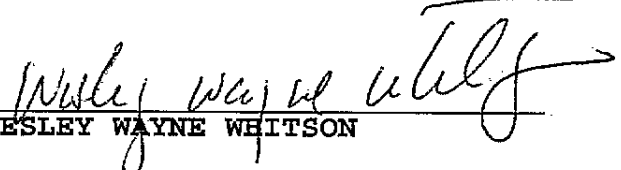

WESLEY WAYNE WHITSON
Registered Agent

ARTICLE X

COMMENCEMENT OF CORPORATE EXISTENCE

The date that corporate existence shall begin shall be July 11, 2000.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 10 day of July, 2000.


WESLEY WAYNE WHITSON