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TRANSMITTAL LETTER

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

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-08/30/00--01027--004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: SULLIVAN'S A/C & REFRIGERATION, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00 Filing Fee  
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy  
 \$87.50 Filing Fee, Certified Copy & Certificate of Status  
**ADDITIONAL COPY REQUIRED**

FROM: SULLIVAN'S A/C & REFRIGERATION  
Name (Printed or typed)

1902 LITTLE COVE  
Address

TAMPA, FL 33613  
City, State & Zip

(813) 265-8343  
Daytime Telephone number

FILED  
00 AUG 30 AM 8:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

Handwritten initials/signature

**ARTICLES OF INCORPORATION**  
**OF**  
**SULLIVAN'S A/C & REFRIGERATION, INC.**

FILED  
00 AUG 30 AM 8:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporators to these Articles of Incorporation, being natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is: **Sullivan's A/C & Refrigeration, Inc.**

ARTICLE II

The general nature of the business to be transacted by this corporation is:

To engage in any activity or business permitted under the laws of the United States and of this State. To the same extent as natural persons might or could do, to purchase or otherwise acquire, and to hold, own, maintain, work, develop, sell, lease, exchange, hire, convey, mortgage or otherwise to dispose of and deal in, lands and leaseholds, and interest, estate, and rights in real property and any personal or mixed property, and any franchises, rights, licenses or privileges necessary, convenient or appropriate for any of the purposes herein expressed.

To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell assign, transfer, or otherwise dispose of, and to invest in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind and description, now or hereafter permitted by law.

To conduct business in, have one or more offices in and to buy, hold, mortgage, sell, convey, lease, or otherwise to dispose of real and personal property, including

franchises, patents, copyrights, trademarks, and licenses, in the State of Florida, and in all other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and to execute such mortgages, transfers of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while owner of such stock to exercise all rights, powers and privileges of ownership, including the right to vote such stock.

To exercise all the powers now granted to this type of corporation under Florida Law, and all powers subsequently authorized or granted by law to private corporations.

The foregoing clauses shall be construed both as objects and powers, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

### ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1 per share. The Board of Directors is authorized to issue "Section 1244 Stock" as

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defined by Section 1244 of the Internal Revenue Code.

ARTICLE IV

The corporation is to exist perpetually.

ARTICLE V

The initial address of the principal office of this Corporation in the State of Florida is:

1902 Little Cove  
Tampa, FL 33613

The Board of Directors may from time to time move the principal Office to any other address in Florida.

ARTICLE VI

This corporation shall have two Directors initially. The number of Directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VII

The name and post office address of the members of the first Board of Directors are:

Lee John Sullivan  
1902 Little Cove  
Tampa, FL 33613

Kathleen Klein Sullivan  
1902 Little Cove  
Tampa, FL 33613

ARTICLE VIII

The name and address of the person signing these Articles of Incorporation as Incorporators are:

Lee John Sullivan  
1902 Little Cove  
Tampa, FL 33613

Kathleen Klein Sullivan  
1902 Little Cove  
Tampa, FL 33613

#### ARTICLE IX

The corporation shall indemnify any and all persons who may serve or who have served at any time as directors of officers, or who at the request of the Board of Directors of the corporation may serve or at any time have served as directors or officers of another corporation in which the corporation at such time owned or may own shares of stock or of which it was or may be a creditor, and their respective heirs, administrators, successors, and assigns, against any and all expenses, including amounts paid upon judgements, fines, counsel fees, and amounts paid in settlement (before or after suit is commenced), actually and necessarily incurred by such persons in connection with the defense or settlement of any claim, action, suit, or proceeding in which they, or any of them, are made parties, or a party, or which may be asserted against them or any of them, by reason of being or having been directors or officers or a director or officer of the corporation, or of such other corporation, except in relation to matters as to which any such director or officer or former director or officer or person shall be adjudged in any action, suit, or proceeding to be liable for his own negligence or misconduct in the performance of his duty. Such indemnification shall be in addition to any other rights to which those indemnified may be entitled under any law, by-laws, agreements, vote of stockholders, or otherwise.

ARTICLE X

The street address of the initial registered office of this corporation is :

1902 Little Cove  
Tampa, FL 33613

The name of the initial registered agents of this corporation at that address is:

Lee John Sullivan

ARTICLE XI

These Articles of Incorporation may be amended in the manner provided by law.

Every amendment shall be approved by the holder of holders of a majority of the stock entitled to vote there on.

**Incorporators**

<u>Lee John Sullivan</u>	<u>Kathleen Klein Sullivan</u>
Lee John Sullivan	Kathleen Klein Sullivan
<u>8/16/2000</u>	<u>8/16/00</u>
Date	Date

ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

I, LEE JOHN SULLIVAN, hereby accept the designation as Resident Agent of

Sullivan's A/C & Refrigeration, Inc.

Dated: 8/16/2000

*Lee John Sullivan*

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Lee John Sullivan

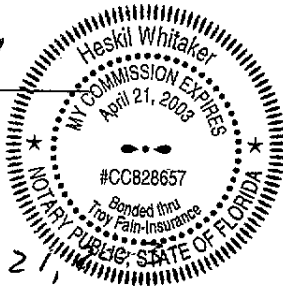
FILED  
00 AUG 30 AM 8:52  
SECRETARY OF STATE  
TALLAHASSEE, FL 32309

STATE OF FLORIDA

I hereby certify that on this day, before me, a Notary Public duly authorized in the State named above to take acknowledgements, personally appeared LEE JOHN SULLIVAN and KATHLEEN KLEIN SULLIVAN well known to be the person described as the incorporators in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they subscribed to those Articles of Incorporation.

Witness my hand and official seal in the State named above this 16<sup>th</sup> day of August, 2000, A.D.

Heski Whitaker  
Notary Public



My commission Expires: April 21,