

PD1000105/80

Law Office of  
Teresa Byrd Morgan

a Professional Association

302 East Duval Street

Lake City, Florida 32055

October 24, 2001

Teresa Byrd Morgan  
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Corporate Records Bureau  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

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-10/29/01--01047--009  
\*\*\*\*122.50 \*\*\*\*\*78.75

Re: Touchton's Heating & Air Conditioning, Inc.

Dear Sir or Madam:

EFFECTIVE DATE

01/01/02

Enclosed are original and one copy of Articles of Incorporation of Touchton's Heating & Air Conditioning, Inc., a Florida corporation. Please file the original Articles of Incorporation, certify the copy, and return it to us.

Also enclosed is my check in the amount of \$122.50, as payment for the following costs:

Filing fee	\$ 35.00
Fee for designation of registered agent	\$ 35.00
Fee for certified copy	\$ 52.50
<b>Total</b>	<b>\$122.50</b>

Since the registered agent for this corporation designated in the Articles of Incorporation has signed the same as incorporator, we presume no separate certificate is required.

Thank you.

Very truly yours,

Teresa Byrd Morgan  
For the Firm

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 OCT 29 AM 11:57

FILED

TBM/ach  
Enclosures

cc: Mr. and Mrs. Jan Ray Touchton

PS 10/31/01

FILED

01 OCT 29 AM 11:57

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**TOUCHTON'S HEATING & AIR CONDITIONING, INC.**

EFFECTIVE DATE

01/01/02

The undersigned incorporators hereby form and organize a corporation for profit under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the corporation is **TOUCHTON'S HEATING & AIR CONDITIONING, INC.**

**ARTICLE II - PRINCIPAL OFFICE**

The principal office of the corporation is 10156 U.S. 90 East, Live Oak, Florida 32060, and the mailing address of the corporation is 10156 U.S. 90 East, Live Oak, Florida 32060.

**ARTICLE III - TERM OF EXISTENCE**

The corporation shall have perpetual existence starting on January 1, 2002.

**ARTICLE IV - PURPOSE**

The general purposes for which this corporation is organized and the nature of the business to be transacted by it are any and all lawful activities or businesses permitted by law and the

corporation shall have the power and authority to do any all things to the same extent as a natural person.

It is the intention of this article that the powers and nature of the business of this corporation shall not in any way be restricted or limited except by operation of law and the corporation shall have all powers as may be granted either now or thereafter to corporations by the laws of the State of Florida.

#### ARTICLE V - CAPITAL STOCK

The capital stock of the corporation shall be 1,000 shares of common stock, having a par value of \$1.00 per share fully paid and non-assessable.

Authorized capital stock may be paid for in cash, services, or property, at a just value, but not less than par value, to be fixed by the Board of Directors of this corporation.

Every shareholder, upon the sale of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VI - REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the corporation is 10156 U.S. 90 East, Live Oak, Florida 32060. The

registered agent of the corporation at such office is SARAH ANN TOUCHTON.

ARTICLE VII - DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time as provided in the bylaws, but shall never be less than one (1).

The names and addresses of the persons who shall serve as Directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
JAN RAY TOUCHTON	10156 U.S 90 East Live Oak, Florida 32060
SARAH ANN TOUCHTON	10156 U.S. 90 East Live Oak, Florida 32060

ARTICLE VIII - INCORPORATORS

The name and address of the incorporators who have executed these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
JAN RAY TOUCHTON	10156 U.S 90 East Live Oak, Florida 32060
SARAH ANN TOUCHTON	10156 U.S. 90 East Live Oak, Florida 32060

#### ARTICLE IX - LIMITATIONS ON CORPORATE STOCK

The following limitations shall apply to the issuance, ownership, and sale or transfer of the stock of this corporation:

No shareholder of this corporation may sell or transfer his or her stock in this corporation except to another individual who is eligible to be a shareholder of this corporation, and such sale or transfer may be made only after the same shall have been approved, at a shareholders' meeting specifically called for that purpose, by not less than a majority of the outstanding stock at such shareholders' meeting, exclusive of the stock proposed to be sold. The shares of stock held by a shareholder proposing to sell or transfer his shares may not be voted or counted for any purpose at said meeting.

#### ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended, from time to time, in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at a shareholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 22nd day of October, 2001.

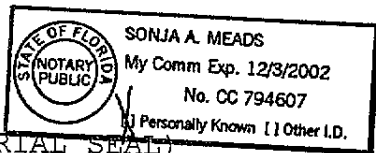
Jan Ray Touchton (SEAL)  
JAN RAY TOUCHTON

Sarah Ann Touchton (SEAL)  
SARAH ANN TOUCHTON

STATE OF FLORIDA

COUNTY OF Columbia

The foregoing instrument was acknowledged before me this 22nd day of October, 2001, by JAN RAY TOUCHTON, who is personally known to me, or who has produced \_\_\_\_\_ as identification and by SARAH ANN TOUCHTON, who is personally known to me or who has produced \_\_\_\_\_ as identification.



(NOTARIAL SEAL)

Sonja A. Meads  
NOTARY PUBLIC-STATE OF FLORIDA  
Sonja A. Meads  
Typed/printed name of notary  
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

The registered agent, by signing these articles of

incorporation, accepts appointment as such and certifies that she is familiar with and accepts the duties and responsibilities as registered agent for the corporation.

  
SARAH ANN TOUCHTON

FILED

01 OCT 29 AM 11:57

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA