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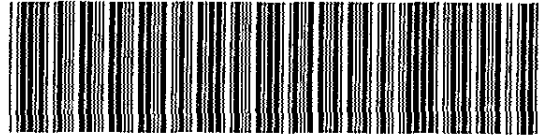
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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*Thomas P. McLennon*  
*Attorney at Law*

Jurisdictions:

*State Courts in Florida*

*State Courts in Illinois*

*U.S. District Court, Middle Dist. FL*

1460 South McCall Road  
Edgewater Center Suite 4F  
Englewood, Florida 34223

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November 17, 2003

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

RE: ABBOTT AIR, INC. (a for-profit corporation)

Dear Sir or Madam:

Please find enclosed an original and copy of Articles of Incorporation for the above new corporation. Please file these Articles, then return to me a certified copy of the Articles of Incorporation. A self-addressed, stamped envelope is provided for your convenience.

Also enclosed is my check in the amount of \$78.75 payable to the Secretary of State in payment of the filing fee (\$35.00), Registered Agent/Office Designation (\$35.00), and a certified copy (\$8.75) of the Articles.

Thank you for your cooperation in this matter.

Sincerely,

THOMAS P. McLENNON, J.D.,  
a Professional Association



Thomas P. McLennon

TPM/bb

Enclosures

ARTICLES OF INCORPORATION  
of  
ABBOTT AIR, INC.

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Article I - Name

The name of this corporation is: ABBOTT AIR, INC.

Article II - Principal Place of Business and Mailing Address

The principal place of business and the mailing address of this corporation shall be  
200 S. Oxford Road, Englewood, FL 34223.

Article III - Duration

This corporation shall have perpetual existence.

Article IV - Purpose

The purpose of this corporation shall be residential and commercial sales, service and installation of heating and air conditioning equipment, and any other business not prohibited by the laws of the State of Florida or the United States of America.

Article V - Capital Stock

This corporation is authorized to issue 7,500 shares of common stock with a par value of One Dollar (\$1.00) each.

Article VI - Pre-emptive Rights

There shall be no pre-emptive rights.

Article VII - Initial Registered Office and Agent

The street address and the mailing address of the initial registered office of this corporation is 200 S. Oxford Road, Englewood, FL 34223, and the name of the initial registered agent of this corporation at that address is Andrew A. Abbott.

Article VIII - Initial Board of Directors

This corporation shall have three (3) Directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1).

The names and addresses of the Directors of this corporation are:

Andrew A. Abbott  
200 S. Oxford Drive  
Englewood, FL 34223

Andrew A. Abbott, Jr.  
P. O. Box 27111  
El Jobean, FL 33927

Victoria V. Abbott  
200 Oxford Drive  
Englewood, FL 34223

Article IX - Incorporator

The name and address of the sole incorporator is:

Andrew A. Abbott  
200 S. Oxford Drive  
Englewood, FL 34223

Article X - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

Article XI - Indemnification

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

Article XII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 17<sup>th</sup> day of November, 2003.

  
\_\_\_\_\_  
Andrew A. Abbott, Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

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In pursuance of Chapter 48-091, Florida Statutes, the following is submitted, in compliance with said Act:

That ABBOTT AIR, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in Englewood, Florida has named Andrew A. Abbott of 200 S. Oxford Drive, Englewood, FL 34223 as its agent to accept service of process within this state.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

  
\_\_\_\_\_  
Andrew A. Abbott

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