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The microfilm containing the Articles of Incorporation filed on December 27, 1973 and the annual reports filed from 1974 through 1995 is missing from our records. The following document is the best available copy that was retrieved from the security rolls.

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ALL YEAR COOLING AND HEATING INC.

ROGER A. POMEROY
FT. LAUDERDALE

12-21-73

CC 12/28/73
[Signature]

FILED
DEC 27 2 06 PM '73
STATE
ALLAHUDE, FLORIDA



Secretary of State

STATE OF FLORIDA
THE CAPITOL
TALLAHASSEE 32304

RICHARD (DICK) STONE
SECRETARY OF STATE

ROGER A. POMEROY, ESQUIRE
The International Bldg.
2455 E. Sunrise Blvd.
Suite 905
Pt. Lauderdale, Fl. 33304

004/000-0340
(770) 000-0077
Please refer to this number for future correspondence
regarding this corporation

Dec. 28, 1973

Subject: ALL YEAR COOLING AND HEATING, INC.

A refund for \$ 10 is enclosed for the reason checked:

1. ☐ Withdrawal of charter.
2. ☒ Overpayment of filing fee.
3. ☐ Charter not of record in this office.
4. ☐ Overpayment of certification fee.
5. ☐ Filing fee previously paid.
6. ☐ No fee required.
7. ☐ No response to our letter of
8. ☐ Overpayment of charter tax.
9. ☐ Comments:

If you have any questions regarding this matter, please let us know.

corp-77

REQUISITION FOR REFUND

This money was originally received per validator stamp as follows:

Date	Validation No.	Machine No.	Dept. No.	Amount
12/28/73	72800	2	5	\$ 40.00

Requested by: _____

(Head of Department)

Paid by Revolving Fund Check No.

Paid by Revolving Fund Check No.

Dated _____ Amount _____

900-1

ROGER A. POMEROY
ATTORNEY AT LAW
THE INTERNATIONAL BUILDING
600 EAST SUNSHINE BOULEVARD
SUITE 900
FORT LAUDERDALE, FLORIDA 33304

ROGER A. POMEROY
GEORGE E. POMEROY
WILLIAM E. SMITH
CHARLES E. SMITH, JR.

TELEPHONE 770-1100
MEANS TELEPHONE 666-0000
AREA CODE 305

December 19, 1973

Hon. Richard Stone
Secretary of State
Department of State
Tallahassee, Florida

Re: All Year Cooling and Heating, Inc

Dear Mr. Secretary:

Please file the enclosed corporation, as I
am enclosing my check for \$68.00.

Thank you for your consideration.

Very truly yours,

Roger A. Pomeroy

PRIVILEGE TAX	
C. I. F.	40
FILE	15
C. C. F.	10
R. A. FEE	3
P. COPY	
SEARCH	
TOTAL	\$68
BALANCE DUE	
REFUND	11

RAP/

CT 30

FILED
DEC 27 2 06 PM '73
TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION
OF
ALL YEAR COOLING AND HEATING, INC.

FILED
DEC 27 2 05 PM '73
CLERK OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED subscribers to these Articles of Incorporation, each a natural person, competent to contract, hereby associate themselves together to form a corporation for profit under the laws of the State of Florida; and further do agree to the following conditions of said corporation.

ARTICLE I: NAME

The name of this corporation is:

ALL YEAR COOLING AND HEATING, INC.

ARTICLE II: NATURE OF BUSINESS

The general nature of the Business to be transacted by this corporation is to do all things which natural persons might or could lawfully do in the premises as follows:

To engage in the business of selling, servicing, installing, purchasing and distributing as a retailer and wholesaler, commercial and residential airconditioning and heating devices, equipment and machinery, appliances, fixtures and supplies.

(a) To engage in the business of finance, financing and ancillary activities as it appertains to trade, commerce and industry.

(b) To invest in new or going enterprises, to promote the same and to hold such interest therein as its management may deem advisable, necessary or expedient, and to turn the same for or to its own account, or for or to the account of others, and to acquire interest in new or going businesses, firms and enterprises.

(c) To loan money for any purpose on such terms, conditions and provisions, and under such circumstances, as to its management may be deemed advantageous, expedient or advisable.

(d) To engage in the business of buying, selling and trading of business and properties, both real and personal, either to the account of the corporation or for and in behalf of others.

(e) To have and acquire such machinery, equipment and facilities, either by purchase or lease, as shall be deemed expedient, necessary and advisable in the function of the corporate affairs.

(f) To purchase, lease or otherwise acquire such real property, with or without improvements thereon, as shall be desirable, necessary or advisable for the purpose of carrying on the corporate activities, or for the benefit of the corporation otherwise, and to make such improvements thereon as shall be desirable.

(g) To borrow money in the name of the corporation and encumber or hypothecate corporate assets as security therefor.

(h) To hypothecate the assets of the corporation and encumber or hypothecate corporate assets as security therefor.

(i) To make, accept, endorse, execute and issue promissory notes, bills of exchange, bond debentures and other types of credit and obligations from time to time, and to procure or secure the payment of any such obligation from time to time and to procure or secure the payment of any such obligation by mortgage, pledge, deed of trust or otherwise, for any and all purposes.

(j) To acquire and take over as a going concern, by subscription or otherwise, and in connection therewith to acquire the good-will and any or all of the assets, of any type, form or kind of

business, corporation or otherwise, and to assume or otherwise provide for all or any of the liabilities of any such entity taken over or acquired; to exchange shares of stock or other securities of this corporation for shares of stock or other securities of another corporation or association; to give bonds, notes or other evidences of indebtedness, for ownership and interest in and to any business entity or entities acquired or taken over; to exchange stock or other securities of another corporation without limit or exception and/or for any type of interest or purpose; to purchase, hold, sell, transfer, assign, mortgage, pledge or otherwise acquire or dispose of any bonds, shares of stock, or other securities or evidences of indebtedness created or issued by any other corporation or corporations, association or associations, and, while the owner of such bonds, stock or other securities, to exercise all of the rights, powers and privileges of such ownership, including the right to vote the same where voting rights are acquired, and to do any and all things or acts for the purpose of protecting, preserving, improving or enhancing the value of such other bonds, stocks or other securities or evidences of indebtedness, and to guarantee dividends upon the shares of the capital stock of any other corporation in which this corporation may, at any time, be interested as a stockholder thereof, and to endorse and otherwise guarantee the principal and interest, or either of these, of any notes, bonds or other evidences of indebtedness created or issued by another corporation in which this corporation has an ownership or interest.

(k) This corporation shall have the rights, powers and privileges of dealing in its stock, bonds, debentures and otherwise, and evidence of indebtedness, and to freely exchange any or all of these, together with full rights, powers and privileges of buying and selling the same so long as applicable rules, regulations and statutes are complied with. This corporation shall further have the rights and power to operate a general brokerage business, securities and otherwise, so long as applicable rules, regulations, laws and statutes are complied with.

(l) To enter into, make, perform and carry out contracts of every kind for any purpose which may be necessary, convenient, expedient or desirable for the business and affairs of this corporation or business

of a similar nature, with any person, firm, association, corporation or entity, whether public, private or municipal, body politic under the Government of the United States, any state, territory or colony thereof, or any foreign government, so far as and to the extent that the same may be done and performed by corporations organized under the Florida Business Corporation Law.

(m) To engage in any and all other activities incident to the corporate business and affairs, and such other activities, enterprises and operations as shall be deemed advisable and desirable and to do any and all things that may be done by a natural person, so long as the same shall be lawful.

ARTICLE III: CAPITAL STOCK

5000 shares at ONE DOLLAR (\$1.00) per share.

ARTICLE IV: INITIAL CAPITAL

The amount of capital with which this corporation shall commence business, shall not be less than FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE V: TERM OF EXISTENCE

This corporation shall have perpetual existence unless dissolved by law.

ARTICLE VI: ADDRESS

The initial post office address of this corporation in the State of Florida, is _____

1710 S.W. 55th Avenue, Plantation, Florida

with the privilege of having branch offices at other places within or without the State of Florida. Further, the stockholders may, from time to time, move the principal place of business of this corporation to any other address within or without the United States.

ARTICLE VIII: DIRECTORS

This corporation shall have not less than ONE Director initially, to conduct its business. The number of directors may be increased from time to time as the stockholders desire, in accordance with the By-Laws hereof; but at no time shall there be a number less than one.

ARTICLE VIII: INITIAL DIRECTORS

The names and post office address of the First Board of Directors of this Corporation, who shall hold office

for the first year of existence of the corporation or until their successors are elected or appointed, pursuant to the By-Laws of this Corporation and have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	
JAMES E. MEEKINS, SR.	One Financial Plaza Fort Lauderdale, Fla.	CHAIRMAN
THOMAS S. SMITH	1710 S.W. 55th. Avenue Plantation, Florida	
JAMES E. MEEKINS, JR.	One Financial Plaza Fort Lauderdale, Fla.	
GRETA B. SMITH	1710 S.W. 55th. Ave. Fort Lauderdale, Fla.	

ARTICLE IX: OFFICERS

The names and street addresses of the initial officers of this corporation who shall hold office for the first year of existence of this corporation or until their successors are elected or appointed pursuant to the By-Laws of this Corporation and have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
THOMAS S. SMITH	1710 S.W. 55th. Avenue Plantation, Florida	PRESIDENT
GRETA B. SMITH	1710 S.W. 55th. Avenue Plantation, Florida	SECRETARY
GRETA B. SMITH	1710 S.W. 55th. Avenue Plantation, Florida	TREASURER

ARTICLE X: SUBSCRIBERS

The name and post office address of each subscriber to these articles of incorporation, the number of shares each agrees to take, and the value of the consideration paid therefore, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
THOMAS S. SMITH	1710 S.W. 55th. Avenue Plantation, Florida	250	\$250.00
JAMES E. MEEKINS, SR.	One Financial Plaza Fort Lauderdale, Fla.	63	\$ 63.00
JAMES E. MEEKINS, JR.	One Financial Plaza Fort Lauderdale, Fla.		\$ 62.00
GRETA B. SMITH	1710 S.W. 55th. Avenue Plantation, Florida		\$125.00

ARTICLE XI: CORPORATE DEBTS

The private property of the stockholders, shall not be subject to the payment of corporate debts to any extent whatsoever.

ARTICLE XII AMENDMENT

These articles of incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Board of Directors, proposed to the stockholders, and approved at a stockholders meeting by a majority of the stockholders.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 11 day of December, 1973.

Thomas S. Smith (SEAL)
THOMAS S. SMITH

Greta B. Smith (SEAL)
GRETA B. SMITH

James E. Meekins, Jr. (SEAL)
JAMES E. MEEKINS, JR.

James E. Meekins, Sr. (SEAL)
JAMES E. MEEKINS SR.

STATE OF FLORIDA }
COUNTY OF BROWARD }

I hereby certify that on this day, before me, a Notary Public, duly
authorized in the State and County named above to take acknowledgments,
personally appeared:

THOMAS S. SMITH

GRETA B. SMITH

JAMES E. MECKINS, SR.

JAMES E. MECKINS, JR.

to me known to be the persons described as subscribers 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 this 11 day of

December 1923

L. J. Nicky
NOTARY PUBLIC

MY Commission Expires:

Notary Public, State of Florida at Large
My Commission Expires April 14, 1975

Issued By American Pub & Security Co.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

First--That ALL YEAR COOLING AND HEATING, INC.
desiring to organize under the laws of the State of FLORIDA
with its principal office, as indicated in the articles of
incorporation at City of PLANTATION County
of BROWARD, State of FLORIDA
has named THOMAS A. SMITH
located at 1710 S.W. 55th Avenue, Plantation, Florida
(Street address and number of building,
Post Office Box address not acceptable)
City of Plantation, County of Broward,
State of Florida, as its agent to accept service of process
within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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.

By Thomas A. Smith
(Resident Agent)

FILED
DEC 21 2 05 PM '73
CLERK OF DISTRICT COURT
JANUARY 1, 1974